

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
In re: )  
 )  
 ) Chapter 11  
DELPHI CORPORATION, et al., ) Case No. 05-44481 (RDD)  
 ) Jointly Administered  
 )  
Debtors. )  
-----X

**AFFIDAVIT OF TERRY IWASAKI IN SUPPORT OF RESPONSE OF METALDYNE CORPORATION AND METALDYNE MACHINING AND ASSEMBLY COMPANY, INC. TO DEBTORS' (I) THIRD OMNIBUS OBJECTION (SUBSTANTIVE) PURSUANT TO 11 U.S.C. § 502(b) AND FED. R. BANKR. P. 3007 TO CERTAIN (A) CLAIMS WITH INSUFFICIENT DOCUMENTATION, (B) CLAIMS UNSUBSTANTIATED BY DEBTORS' BOOKS AND RECORDS, AND (C) CLAIMS SUBJECT TO MODIFICATION AND (II) MOTION TO ESTIMATE CONTINGENT AND UNLIQUIDATED CLAIMS PURSUANT TO 11 U.S.C. § 502(c)**

STATE OF MICHIGAN )  
 )ss  
COUNTY OF WASHTENAW )

Terry Iwasaki, being duly sworn, deposes and states as follows:

1. I am the Vice President of Finance, Commercial Operations and Metaldyne Asia, of Metaldyne Corporation and Metaldyne Machining and Assembly Company, Inc. (together, "Metaldyne"). Metaldyne is an automotive parts supplier that has provided in the past prior to these cases and continues to provide goods and services to the Debtors.

2. Except as otherwise indicated, all facts set forth in this Affidavit are based upon my personal knowledge, information and belief, information supplied to me by other employees of Metaldyne, or information learned from records kept in the ordinary course of business that

were reviewed by me or other employees of Metaldyne. If called as a witness, I would testify competently to the matters set forth herein.

3. Prior to the Petition Date, Metaldyne supplied certain parts (the “Parts”) to Delphi Automotive Systems LLC (“Delphi Automotive”). Metaldyne was not paid and is owed as of the Petition Date \$46,417.44 for Parts invoices described in Attachment 1 hereto. The amount of each invoice, the amount paid, if applicable, and the amount due, is reflected on the Attachment. Copies of these invoices are included in Attachment 1.

4. Also prior to the Petition Date, Metaldyne incurred \$131,124.71 in costs under the GMX 130 program, which is still outstanding. Metaldyne was entitled to be paid these costs (the “Cancellation Costs”) upon cancellation of the GMX 130 program. Delphi Automotive has agreed, pursuant to the purchase order and associated documentation attached as Attachment 2 hereto, to purchase from Metaldyne \$115,671.77 of goods. Upon such purchase, Metaldyne shall withdraw its claim for the Cancellation Costs.

5. Furthermore, prior to the Petition Date, Metaldyne obtained on behalf of and/or supplied to Delphi Automotive certain tooling (the “Tooling”). Metaldyne was not paid and is owed as of the Petition Date \$370,700.00 for Tooling invoices described in Attachment 3 hereto. Copies of these invoices are included in Attachment 3. The Tooling claims are secured by lien rights.

6. On or around July 28, 2006, Metaldyne filed a proof of claim (the “Proof of Claim”) in these cases covering the claims described herein, which proof of claim contains additional support and documentation underlying Metaldyne’s claims.

FURTHER AFFIANT SAYETH NOT.

Terry Iwasaki 11/21/06  
TERRY IWASAKI

Subscribed and sworn to before me  
This 21 day of November, 2006.

Bonita L. Nish  
NOTARY PUBLIC  
My Commission Expires: 6-15-2011

Bonita L. Nish, Notary Public  
State of Michigan, County of Wayne  
My Commission Expires 6/15/2011  
Acting in the County of Wayne

Invoice No.	Invoice Amount	Amount Due
51415	\$12,954.82	\$306.58
51440	\$33,360.30	\$1,455.00
51448	\$12,954.82	\$306.58
51455	\$23,134.86	\$1,017.83
51457	\$33,360.30	\$7,579.58
51460	\$26,424.34	\$7,274.23
51471	\$22,256.20	\$9,800.01
51475	\$25,909.64	\$306.58
51478	\$32,412.24	\$1,402.83
51486	\$13,961.88	\$610.69
51488	\$27,785.27	\$2,983.33
51492	\$13,401.54	\$745.20
51497	\$23,656.62	\$949.35
51504	\$12,410.56	\$542.84
51507	\$1,097.48	\$1,097.48
51510	\$29,216.18	\$1,269.06
51540	\$27,009.61	\$1,165.35
51542	\$25,909.64	\$1,440.72
51543	\$26,901.65	\$1,165.34
51547	\$20,725.44	\$897.80
51554	\$17,550.83	\$762.09
51556	\$25,016.20	\$1,391.04
51557	\$20,617.49	\$897.81
51568	\$13,401.54	\$745.20
51569	\$21,922.68	\$945.44
51830	\$7,147.48	\$7,147.48

Subtotal: \$54,205.44

Minus unapplied cash on the following  
invoices:

50669	-\$6,510.76
51098	-\$607.97
7012005	-\$21.16
11050669	-\$648.11

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TOTAL: \$46,417.44



734/207-6200

REMIT TO: LOCKBOX # 23305 \*\*NEW\*\*

METALDYNE MACHINING & ASSEMBLY  
COMPANY, INC. - GREENVILLE  
23305 NETWORK PLACE  
CHICAGO, IL. 60673-1233

INVOICE NUMBER:  
INVOICE DATE:

10 51415  
7/11/05

47603 Halyard Drive, Plymouth MI 48170-2429

SOLD TO: 60150

DELPHI CORPORATION  
ACCOUNTS PAYABLE  
P.O. BOX 1550  
FLINT, MI. 48501-1550

SHIP TO:

DELPHI CHASSIS SYSTEMS  
SAGINAW OPERATIONS  
2328 E GENESEE AVE  
SAGINAW, MI. 45414

77609

DATE SHIPPED	SHIPPER # SID #	SUPPLIER CODE	TERM	SHIPPED FROM	SHIPPED VIA
7/11/05	10 51415	805338399	NET 25TH PROX	GREENVILLE OPERATION GREENVILLE, N.C.	MENLO MENLO LOGISTICS

CUSTOMER ORDER NO.	CUSTOMER PART NUMBER PART DESCRIPTION / COMMENTS	METALDYNE PART NUMBER	MODEL YEAR	BOOK NO.	RELEASE NUMBER	QUANTITY SHIPPED	UNIT PRICE	AMOUNT
0550037278	18079796 CATERA CTS-V KNUCKLE LH	18079796-MP	1 ( )		013233 110.1210.	870	14.89060	12,954.82
0550037278	18079797 CATERA CTS-V KNUCKLE RH	18079797-MP	1 ( )		013233 110.1210.	870	14.89060	12,954.82
	CUSTOMER DUNNAGE		( )			58		

\*\*\*\*\*  
\*\* 11/16/06 - PLEASE REMIT \*\*  
\*\*\*\*\*

306.58 due

We hereby certify that these goods were produced in compliance with all applicable requirements of Section 6, 7 & 12 of the Fair Labor Standards Act, as amended, and of regulations and orders of the U.S. Dept. of Labor issued under Section 14 thereof.

TOTAL:

25,909.64

metaldyne

734/207-6200

REMIT TO: LOCKBOX # 23305 \*\*NEW\*\*

METALDYNE MACHINING & ASSEMBLY  
COMPANY, INC. - GREENVILLE  
23305 NETWORK PLACE  
CHICAGO, IL. 60673-1233

INVOICE NUMBER:  
INVOICE DATE:

10 51440  
7/18/05

47603 Halyard Drive, Plymouth MI 48170-2429

SOLD TO: 60150

DELPHI CORPORATION  
ACCOUNTS PAYABLE  
P.O. BOX 1550  
FLINT, MI. 48501-1550

SHIP TO: DELPHI SYSTEMS

3100 NEEDMORE ROAD  
DOCK 101  
DAYTON, OH. 45414

37618

DATE SHIPPED 7/18/05 SHIPPER # 10 51440 SUPPLIER 805338399 TERM NET 25TH PROX SHIPPED FROM GREENVILLE OPERATION GREENVILLE, N.C. SHIPPED VIA YSEY YELLOW FREIGHT SYSTEM

CUSTOMER ORDER NO.	CUSTOMER PART NUMBER PART DESCRIPTION / COMMENTS	METALDYNE PART NUMBER	MODEL YEAR	BOOK NO.	RELEASE NUMBER	QUANTITY SHIPPED	UNIT PRICE	AMOUNT
0550010165	18022458 FRONT DISC BRAKE BRKT	18022458-MP	1(	)	040911	1,400	4.56580	6,392.12
0550010165	18076163 FRONT DISC BRAKE BRK	18076163-MP	1(	)	040911	2,940	5.21540	15,333.28
0550050637	18078751 BRACKET-FRT DISC BRAKE	18078751-MP	1(	)	041300	2,205	5.27660	11,634.90
	CUSTOMER DUNNAGE		(	)	110.1210.	45		

1455. - due

\*\*\*\*\*  
\*\* 11/16/06 - PLEASE REMIT \*\*  
\*\*\*\*\*

We hereby certify that these goods were produced in compliance with all applicable requirements of Section 6, 7 & 12 of the Fair Labor Standards Act, as amended, and of regulations and orders of the U.S. Dept. of Labor issued under Section 14 thereof.

TOTAL:

33,360.30

metaldyne

734/207-6200

REMIT TO: LOCKBOX # 23305 \*\*NEW\*\*

METALDYNE MACHINING & ASSEMBLY  
COMPANY, INC. - GREENVILLE  
23305 NETWORK PLACE  
CHICAGO, IL. 60673-1233

INVOICE NUMBER: 10 51448  
INVOICE DATE: 7/18/05

47603 Halyard Drive, Plymouth MI 48170-2429

SOLD TO: 60150

DELPHI CORPORATION  
ACCOUNTS PAYABLE  
P.O. BOX 1550  
FLINT, MI. 48501-1550

SHIP TO:

DELPHI CHASSIS SYSTEMS  
SAGINAW OPERATIONS  
2328 E GENESEE AVE  
SAGINAW, MI. 45414

77609

05-44481-rdd Doc 5707-1 Filed 11/22/06 Entered 11/22/06 13:03:00

of Terry Iwasaki with Attachments Pg 7 of 60

DATE SHIPPED	SHIPPER # SID #	SUPPLIER CODE	TERM			SHIPPED FROM	SHIPPED VIA	
7/18/05	10 51448	805338399	NET 25TH PROX			GREENVILLE OPERATION GREENVILLE, N.C.		MENTLO MENTLO LOGISTICS
CUSTOMER ORDER NO.	CUSTOMER PART NUMBER PART DESCRIPTION / COMMENTS	METALDYNE PART NUMBER	MODEL YEAR	BOOK NO.	RELEASE NUMBER	QUANTITY SHIPPED	UNIT PRICE	AMOUNT
0550037278	18079796 CATERA CTS-V KNUCKLE LH	18079796-MP	1 (	)	042001	870	14.89060	12,954.82
0550037278	18079797 CATERA CTS-V KNUCKLE RH	18079797-MP	1 (	)	042001	870	14.89060	12,954.82
	CUSTOMER DUNNAGE		(	)	110.1210.	58		

306.58 due

\*\*\*\*\*  
\*\* 11/16/06 - PLEASE REMIT \*\*  
\*\*\*\*\*

We hereby certify that these goods were produced in compliance with all applicable requirements of Section 6, 7 & 12 of the Fair Labor Standards Act, as amended, and of regulations and orders of the U.S. Dept. of Labor issued under Section 14 thereof.

TOTAL:

25,909.64

metaldyne

734/207-6200

REMIT TO: LOCKBOX # 23305 \*\*NEW\*\*

INVOICE NUMBER:  
INVOICE DATE:

10 51455  
7/19/05

47603 Halyard Drive, Plymouth MI 48170-2429

METALDYNE MACHINING & ASSEMBLY  
COMPANY, INC. - GREENVILLE  
23305 NETWORK PLACE  
CHICAGO, IL. 60673-1233

SOLD TO: 60150

DELPHI CORPORATION  
ACCOUNTS PAYABLE  
P.O. BOX 1550  
FLINT, MI. 48501-1550

SHIP TO: DELPHI SYSTEMS

3100 NEEDMORE ROAD  
DOCK 101  
DAYTON, OH. 45414

DATE SHIPPED

SHIPPER #

SUPPLIER

TERM

SHIPPED FROM

SHIPPED VIA

7/19/05

10 51455 805338399 NET 25TH PROX

GREENVILLE OPERATION  
GREENVILLE, N.C.

USEX  
VICTORY - US EXPRESS

CUSTOMER ORDER NO.	CUSTOMER PART NUMBER PART DESCRIPTION / COMMENTS	METALDYNE PART NUMBER	MODEL YEAR	BOOK NO.	RELEASE NUMBER	QUANTITY SHIPPED	UNIT PRICE	AMOUNT
0550010165	18076163 FRONT DISC BRAKE BRK	18076163-MP	1 ( )		051943 110.1210.	2,205	5.21540	11,499.96
0550050637	18078751 BRACKET-FRT DISC BRAKE CUSTOMER DUNNAGE	18078751-MP	1 ( )		052653 110.1210.	2,205	5.27660	11,634.90
			( )			30		

\*\*\*\*\*  
\*\* 11/16/06 - PLEASE REMIT \*\*  
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We hereby certify that these goods were produced in compliance with all applicable requirements of Section 6, 7 & 12 of the Fair Labor Standards Act, as amended, and of regulations and orders of the U.S. Dept. of Labor issued under Section 14 thereof.

TOTAL:

23,134.86

10/17.83 due



metaldyne

734/207-6200

REMIT TO: LOCKBOX # 23305 \*\*NEW\*\*

INVOICE NUMBER:  
INVOICE DATE:

10 51457  
7/20/05

47603 Halyard Drive, Plymouth MI 48170-2429

METALDYNE MACHINING & ASSEMBLY  
COMPANY, INC. - GREENVILLE  
23305 NETWORK PLACE  
CHICAGO, IL. 60673-1233

SOLD TO: 60150

SHIP TO: DELPHI SYSTEMS

37618

DELPHI CORPORATION  
ACCOUNTS PAYABLE  
P.O. BOX 1550  
FLINT, MI. 48501-1550

3100 NEEDMORE ROAD  
DOCK 101  
DAYTON, OH. 45414

DATE SHIPPED 7/20/05 SHIPPER # 10 51457 SUPPLIER CODE 805338399 TERM NET 25TH PROX SHIPPED FROM GREENVILLE OPERATION GREENVILLE, N.C. SHIPPED VIA YSPY YELLOW FREIGHT SYSTEM

CUSTOMER ORDER NO.	CUSTOMER PART NUMBER PART DESCRIPTION / COMMENTS	METALDYNE PART NUMBER	MODEL YEAR	BOOK NO.	RELEASE NUMBER	QUANTITY SHIPPED	UNIT PRICE	AMOUNT
0550010165	18022458 FRONT DISC BRAKE BRKT	18022458-MP	1 ( )		051943 110.1210.	1,400	4.56580	6,392.12
0550010165	18076163 FRONT DISC BRAKE BRK	18076163-MP	1 ( )		051943 110.1210.	2,940	5.21540	15,333.28
0550050637	18078751 BRACKET-FRT DISC BRAKE CUSTOMER DUNNAGE	18078751-MP	1 ( )		052653 110.1210.	2,205	5.27660	11,634.90
			( )			45		

7579.58 due

\*\*\*\*\*  
\*\* 11/16/06 - PLEASE REMIT \*\*  
\*\*\*\*\*

We hereby certify that these goods were produced in compliance with all applicable requirements of Section 6, 7 & 12 of the Fair Labor Standards Act, as amended, and of regulations and orders of the U.S. Dept. of Labor issued under Section 14 thereof.

TOTAL:

33,360.30

metaldyne

734/207-6200

REMIT TO: LOCKBOX # 23305 \*\*NEW\*\*

METALDYNE MACHINING & ASSEMBLY  
COMPANY, INC. - GREENVILLE  
23305 NETWORK PLACE  
CHICAGO, IL. 60673-1233

INVOICE NUMBER: 10 51460  
INVOICE DATE: 7/20/05

47603 Halyard Drive, Plymouth MI 48170-2429

SOLD TO: 60150

DELPHI CORPORATION  
ACCOUNTS PAYABLE  
P.O. BOX 1550  
FLINT, MI. 48501-1550

SHIP TO: DELPHI SYSTEMS

3100 NEEDMORE ROAD  
DOCK 101  
DAYTON, OH. 45414

SHIPPED VIA

DATE SHIPPED

SHIPPER #

SUPPLIER

TERM

SHIPPED FROM

YSFY

7/20/05

10 51460 805338399 NET 25TH PROX

GREENVILLE OPERATION  
GREENVILLE, N.C.

YELLOW FREIGHT SYSTEM

CUSTOMER ORDER NO.	CUSTOMER PART NUMBER PART DESCRIPTION / COMMENTS	METALDYNE PART NUMBER	MODEL YEAR	BOOK NO.	RELEASE NUMBER	QUANTITY SHIPPED	UNIT PRICE	AMOUNT
0550010165	18022458 FRONT DISC BRAKE BRKT	18022458-MP	1 ( )		051943 110.1210.	1,400	4.56580	6,392.12
0550010165	18076163 FRONT DISC BRAKE BRK	18076163-MP	1 ( )		051943 110.1210.	2,205	5.21540	11,499.96
0550050637	18078751 BRACKET-FRT DISC BRAKE	18078751-MP	1 ( )		052653 110.1210.	1,617	5.27660	8,532.26
	CUSTOMER DUNNAGE		( )			36		

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\*\* 11/16/06 - PLEASE REMIT \*\*  
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We hereby certify that these goods were produced in compliance with all applicable requirements of Section 6, 7 & 12 of the Fair Labor Standards Act, as amended, and of regulations and orders of the U.S. Dept. of Labor issued under Section 14 thereof.

TOTAL:

26,424.34

7274.23 due

metaldyne

734/207-6200

REMIT TO: LOCKBOX # 23305 \*\*NEW\*\*

INVOICE NUMBER:  
INVOICE DATE:

10 51471  
7/21/05

47603 Halyard Drive, Plymouth MI 48170-2429

METALDYNE MACHINING & ASSEMBLY  
COMPANY, INC. - GREENVILLE  
23305 NETWORK PLACE  
CHICAGO, IL. 60673-1233

SOLD TO: 60150

DELPHI CORPORATION  
ACCOUNTS PAYABLE  
P.O. BOX 1550  
FLINT, MI. 48501-1550

SHIP TO: DELPHI SYSTEMS

37618

3100 NEEDMORE ROAD  
DOCK 101  
DAYTON, OH. 45414

SHIPPED VIA  
YSFY  
YELLOW FREIGHT SYSTEM

DATE SHIPPED	SHIPPER # SID #	SUPPLIER CODE	TERM	SHIPPED FROM	SHIPPED VIA
7/21/05	10 51471	805338399	NET 25TH PROX	GREENVILLE OPERATION GREENVILLE, N.C.	YSFY YELLOW FREIGHT SYSTEM

CUSTOMER ORDER NO.	CUSTOMER PART NUMBER PART DESCRIPTION / COMMENTS	METALDYNE PART NUMBER	MODEL YEAR	BOOK NO.	RELEASE NUMBER	QUANTITY SHIPPED	UNIT PRICE	AMOUNT
0550010165	18022458 FRONT DISC BRAKE BRKT	18022458-MP	1 (	)	051943 110.1210.	1,400	4.56580	6,392.12
0550004914	18045330 FRONT DISC BRAKE BRK	18045330-MP	1 (	)	051943 110.1210.	480	5.86000	2,812.80
0550010165	18076163 FRONT DISC BRAKE BRK	18076163-MP	1 (	)	051943 110.1210.	2,205	5.21540	11,499.96
0550050637	18078751 BRACKET-FRT DISC BRAKE CUSTOMER DUNNAGE	18078751-MP	1 (	)	052653 110.1210.	294	5.27660	1,551.32
			(	)		31		

\*\*\*\*\*  
\*\* 11/16/06 - PLEASE REMIT \*\*  
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9800.01 due

We hereby certify that these goods were produced in compliance with all applicable requirements of Section 6, 7 & 12 of the Fair Labor Standards Act, as amended, and of regulations and orders of the U.S. Dept. of Labor issued under Section 14 thereof.

TOTAL:

22,256.20

**metaldyne**

734/207-6200

REMIT TO: LOCKBOX # 23305 \*\*NEW\*\*

INVOICE NUMBER: 10 51475  
INVOICE DATE: 7/22/05

47603 Halyard Drive, Plymouth MI 48170-2429

METALDYNE MACHINING & ASSEMBLY  
COMPANY, INC. - GREENVILLE  
23305 NETWORK PLACE  
CHICAGO, IL. 60673-1233

SOLD TO: 60150

SHIP TO:

DELPHI CHASSIS SYSTEMS  
SAGINAW OPERATIONS  
2328 E GENESEE AVE  
SAGINAW, MI. 48414

77609

DELPHI CORPORATION  
ACCOUNTS PAYABLE  
P.O. BOX 1550  
FLINT, MI. 48501-1550

DATE SHIPPED	SHIPPER # SID #	SUPPLIER CODE	TERM	SHIPPED FROM	SHIPPED VIA
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7/22/05 10 51475 805338399 NET 25TH PROX GREENVILLE OPERATION GREENVILLE, N.C. MENLO MENLO LOGISTICS

CUSTOMER ORDER NO.	CUSTOMER PART NUMBER PART DESCRIPTION / COMMENTS	METALDYNE PART NUMBER	MODEL YEAR	BOOK NO.	RELEASE NUMBER	QUANTITY SHIPPED	UNIT PRICE	AMOUNT
0550037278	18079796 CATERA CTS-V KNUCKLE LH	18079796-MP	1 ( )		053750	870	14.89060	12,954.82
0550037278	18079797 CATERA CTS-V KNUCKLE RH	18079797-MP	1 ( )		053750	870	14.89060	12,954.82
	CUSTOMER DUNNAGE		( )			58		

\*\*\*\*\*  
\*\* 11/16/06 - PLEASE REMIT \*\*  
\*\*\*\*\*

We hereby certify that these goods were produced in compliance with all applicable requirements of Section 6, 7 & 12 of the Fair Labor Standards Act, as amended, and of regulations and orders of the U.S. Dept. of Labor issued under Section 14 thereof.

TOTAL:

25,909.64

*306.58 due*

metaldyne

734/207-6200

REMIT TO: LOCKBOX # 23305 \*\*NEW\*\*

METALDYNE MACHINING & ASSEMBLY  
COMPANY, INC. - GREENVILLE  
23305 NETWORK PLACE  
CHICAGO, IL. 60673-1233

INVOICE NUMBER: 10 51478  
INVOICE DATE: 7/22/05

47603 Halyard Drive, Plymouth MI 48170-2429

SOLD TO: 60150 DELPHI CORPORATION

SHIP TO: DELPHI SYSTEMS

37618

ACCOUNTS PAYABLE

P.O. BOX 1550

FLINT, MI. 48501-1550

3100 NEEDMORE ROAD  
DOCK 101  
DAYTON, OH. 45414

DATE SHIPPED	SHIPPER # SID #	SUPPLIER CODE	TERM	SHIPPED FROM	SHIPPED VIA
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7/22/05 10 51478 805338399 NET 25TH PROX

GREENVILLE OPERATION  
GREENVILLE, N.C.  
YSFY  
YELLOW FREIGHT SYSTEM

CUSTOMER ORDER NO.	CUSTOMER PART NUMBER PART DESCRIPTION / COMMENTS	METALDYNE PART NUMBER	MODEL YEAR	BOOK NO.	RELEASE NUMBER	QUANTITY SHIPPED	UNIT PRICE	AMOUNT
0550010165	18022458 FRONT DISC BRAKE BRKT	18022458-MP	1 (	)	051943	1,400	4.56580	6,392.12
0550004914	18045330 FRONT DISC BRAKE BRK	18045330-MP	1 (	)	051943	360	5.86000	2,109.60
0550010165	18076163 FRONT DISC BRAKE BRK	18076163-MP	1 (	)	051943	2,205	5.21540	11,499.96
0550050637	18078751 BRACKET-FRT DISC BRAKE	18078751-MP	1 (	)	052653	2,352	5.27660	12,410.56
	CUSTOMER DUNNAGE		(	)		44		

\*\*\*\*\*  
\*\* 11/16/06 - PLEASE REMIT \*\*  
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We hereby certify that these goods were produced in compliance with all applicable requirements of Section 6, 7 & 12 of the Fair Labor Standards Act, as amended, and of regulations and orders of the U.S. Dept. of Labor issued under Section 14 thereof.

TOTAL:

32,412.24

1402.83 due

**metaldyne**

734/207-6200

REMIT TO: LOCKBOX # 23305 \*\*NEW\*\*

INVOICE NUMBER: 10 51486  
INVOICE DATE: 7/25/05

47603 Halyard Drive, Plymouth MI 48170-2429

METALDYNE MACHINING & ASSEMBLY  
COMPANY, INC. - GREENVILLE  
23305 NETWORK PLACE  
CHICAGO, IL. 60673-1233

SOLD TO: 60150

DELPHI CORPORATION  
ACCOUNTS PAYABLE  
P.O. BOX 1550  
FLINT, MI. 48501-1550

SHIP TO: DELPHI SYSTEMS

3100 NEEDMORE ROAD  
DOCK 101  
DAYTON, OH. 45414

37618

DATE SHIPPED	SHIPPER # SID #	SUPPLIER CODE	TERM	SHIPPED FROM	SHIPPED VIA
7/25/05	10 51486	805338399	NET 25TH PROX	GREENVILLE OPERATION GREENVILLE, N.C.	USEX VICTORY - US EXPRESS

CUSTOMER ORDER NO.	CUSTOMER PART NUMBER PART DESCRIPTION / COMMENTS	METALDYNE PART NUMBER	MODEL YEAR	BOOK NO.	RELEASE NUMBER	QUANTITY SHIPPED	UNIT PRICE	AMOUNT
0550050637	18078751 BRACKET-FRT DISC BRAKE PART SHIPPED 07-24-05 SHIPPER# 23162 CUSTOMER DUNNAGE	18078751-MP	1 ( )		052653	2,646	5.27660	13,961.88
			( )		110.1210.			
						18		

\*\*\*\*\*  
\*\* 11/16/06 - PLEASE REMIT \*\*  
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*610.69 due*

We hereby certify that these goods were produced in compliance with all applicable requirements of Section 6, 7 & 12 of the Fair Labor Standards Act, as amended, and of regulations and orders of the U.S. Dept. of Labor issued under Section 14 thereof.

TOTAL:

13,961.88

metaldyne

734/207-6200

REMIT TO: LOCKBOX # 23305 \*\*NEW\*\*

METALDYNE MACHINING & ASSEMBLY  
COMPANY, INC. - GREENVILLE  
23305 NETWORK PLACE  
CHICAGO, IL. 60673-1233

INVOICE NUMBER:  
INVOICE DATE:

10 51488  
7/25/05

47603 Halyard Drive, Plymouth MI 48170-2429

SOLD TO: 60150 DELPHI CORPORATION  
ACCOUNTS PAYABLE

SHIP TO: DELPHI SYSTEMS

37618

P.O. BOX 1550  
FLINT, MI. 48501-1550

3100 NEEDMORE ROAD  
DOCK 101  
DAYTON, OH. 45414

DATE SHIPPED

SHIPPER #

SUPPLIER

TERM

SHIPPED FROM

SHIPPED VIA

7/25/05

10 51488 805338399 NET 25TH PROX

GREENVILLE OPERATION  
GREENVILLE, N.C.

USEX  
VICTORY - US EXPRESS

CUSTOMER ORDER NO.	CUSTOMER PART NUMBER PART DESCRIPTION / COMMENTS	METALDYNE PART NUMBER	MODEL YEAR	BOOK NO.	RELEASE NUMBER	QUANTITY SHIPPED	UNIT PRICE	AMOUNT
0550010165	18022458 FRONT DISC BRAKE BRKT	18022458-MP	1 ( )		051943 110.1210.	1,400	4.56580	6,392.12
0550004914	18045330 FRONT DISC BRAKE BRK	18045330-MP	1 ( )		051943 110.1210.	360	5.86000	2,109.60
0550010165	18076163 FRONT DISC BRAKE BRK	18076163-MP	1 ( )		051943 110.1210.	1,764	5.21540	9,199.97
0550050637	18078751 BRACKET-FRT DISC BRAKE	18078751-MP	1 ( )		052653 110.1210.	1,911	5.27660	10,083.58
	CUSTOMER DUNNAGE		( )			38		

\*\*\*\*\*  
\*\* 11/16/06 - PLEASE REMIT \*\*  
\*\*\*\*\*

2983.33 due

We hereby certify that these goods were produced in compliance with all applicable requirements of Section 6, 7 & 12 of the Fair Labor Standards Act, as amended, and of regulations and orders of the U.S. Dept. of Labor issued under Section 14 thereof.

TOTAL:

27,785.27

**metaldyne**

734/207-6200

REMIT TO: LOCKBOX # 23305 \*\*NEW\*\*

METALDYNE MACHINING & ASSEMBLY  
COMPANY, INC. - GREENVILLE  
23305 NETWORK PLACE  
CHICAGO, IL. 60673-1233

INVOICE NUMBER: 10 51492  
INVOICE DATE: 7/26/05

47603 Halvard Drive, Plymouth MI 48170-2429

SOLD TO: 60150

DELPHI CORPORATION  
ACCOUNTS PAYABLE  
P.O. BOX 1550  
FLINT, MI. 48501-1550

SHIP TO: DELPHI CHASSIS SYSTEMS  
SAGINAW OPERATIONS  
2328 E GENESEE AVE  
SAGINAW, MI. 45414

77609

DATE SHIPPED	SHIPPER # SID #	SUPPLIER CODE	TERM	SHIPPED FROM	SHIPPED VIA
--------------	--------------------	------------------	------	--------------	-------------

7/26/05 10 51492 805338399 NET 25TH PROX

GREENVILLE OPERATION  
GREENVILLE, N.C.  
MENTLO  
MENTLO LOGISTICS

CUSTOMER ORDER NO.	CUSTOMER PART NUMBER PART DESCRIPTION / COMMENTS	METALDYNE PART NUMBER	MODEL YEAR	BOOK NO.	RELEASE NUMBER	QUANTITY SHIPPED	UNIT PRICE	AMOUNT
0550037278	18079796 CATERA CTS-V KNUCKLE LH	18079796-MP	1 (	)	053750	450	14.89060	6,700.77
0550037278	18079797 CATERA CTS-V KNUCKLE RH	18079797-MP	1 (	)	053750	450	14.89060	6,700.77
	CUSTOMER DUNNAGE		(	)		30		

*745.20 due*

\*\*\*\*\*  
\*\* 11/16/06 - PLEASE REMIT \*\*  
\*\*\*\*\*

We hereby certify that these goods were produced in compliance with all applicable requirements of Section 6, 7 & 12 of the Fair Labor Standards Act, as amended, and of regulations and orders of the U.S. Dept. of Labor issued under Section 14 thereof.

TOTAL:

13,401.54



metaldyne

734/207-6200

REMIT TO: LOCKBOX # 23305 \*\*NEW\*\*

METALDYNE MACHINING & ASSEMBLY  
COMPANY, INC. - GREENVILLE  
23305 NETWORK PLACE  
CHICAGO, IL. 60673-1233

INVOICE NUMBER:  
INVOICE DATE:

10 51497  
7/26/05

47603 Halvard Drive, Plymouth MI 48170-2429

SOLD TO: 60150

DELPHI CORPORATION  
ACCOUNTS PAYABLE  
P.O. BOX 1550  
FLINT, MI. 48501-1550

SHIP TO: DELPHI SYSTEMS

37618

3100 NEEDMORE ROAD  
DOCK 101  
DAYTON, OH. 45414

3100 NEEDMORE ROAD  
DOCK 101  
DAYTON, OH. 45414

DATE SHIPPED

SHIPPER #

SUPPLIER

TERM

SHIPPED FROM

SHIPPED VIA

7/26/05

10 51497 805338399 NET 25TH PROX

GREENVILLE OPERATION  
GREENVILLE, N.C.

YSPY  
YELLOW FREIGHT SYSTEM

CUSTOMER ORDER NO.	CUSTOMER PART NUMBER PART DESCRIPTION / COMMENTS	METALDYNE PART NUMBER	MODEL YEAR	BOOK NO.	RELEASE NUMBER	QUANTITY SHIPPED	UNIT PRICE	AMOUNT
0550010165	18022458 FRONT DISC BRAKE BRKT	18022458-MP	1 (	)	062453	1,400	4.56580	6,392.12
0550004914	18045330 FRONT DISC BRAKE BRK	18045330-MP	1 (	)	062412	360	5.86000	2,109.60
0550010167	18047030 BRACKET, BRAKE T-TRUCK	18047030-MP	1 (	)	062453	720	5.07630	3,654.94
0550010165	18076163 FRONT DISC BRAKE BRK	18076163-MP	1 (	)	062453	2,205	5.21540	11,499.96
	CUSTOMER DUNNAGE		(	)		33		

\*\*\*\*\*  
\*\* 11/16/06 - PLEASE REMIT \*\*  
\*\*\*\*\*

We hereby certify that these goods were produced in compliance with all applicable requirements of Section 6, 7 & 12 of the Fair Labor Standards Act, as amended, and of regulations and orders of the U.S. Dept. of Labor issued under Section 14 thereof.

TOTAL:

23,656.62

949.35 due

# metaldyne

734/207-6200

REMIT TO: LOCKBOX # 23305 \*\*NEW\*\*

METALDYNE MACHINING & ASSEMBLY  
COMPANY, INC. - GREENVILLE  
23305 NETWORK PLACE  
CHICAGO, IL. 60673-1233

INVOICE NUMBER: 10 51504  
INVOICE DATE: 7/27/05

47603 Halvard Drive, Plymouth MI 48170-2429

SOLD TO: 60150 DELPHI CORPORATION  
ACCOUNTS PAYABLE  
P.O. BOX 1550  
FLINT, MI. 48501-1550

SHIP TO: DELPHI SYSTEMS  
3100 NEEDMORE ROAD  
DOCK 101  
DAYTON, OH. 45414

37618

DATE SHIPPED	SHIPPER # SID #	SUPPLIER CODE	TERM	SHIPPED FROM	SHIPPED VIA
7/27/05	10 51504	805338399	NET 25TH PROX	GREENVILLE OPERATION GREENVILLE, N.C.	USEX VICTORY - US EXPRESS

CUSTOMER ORDER NO.	CUSTOMER PART NUMBER PART DESCRIPTION / COMMENTS	METALDYNE PART NUMBER	MODEL YEAR	BOOK NO.	RELEASE NUMBER	QUANTITY SHIPPED	UNIT PRICE	AMOUNT
0550050637	18078751 BRACKET-FRT DISC BRAKE CUSTOMER DUNNAGE	18078751-MP	1 (	)	062841	2,352	5.27660	12,410.56
			(	)	110.1210.	16		

\*\*\*\*\*  
\*\* 11/16/06 - PLEASE REMIT \*\*  
\*\*\*\*\*

542.84 due

We hereby certify that these goods were produced in compliance with all applicable requirements of Section 6, 7 & 12 of the Fair Labor Standards Act, as amended, and of regulations and orders of the U.S. Dept. of Labor issued under Section 14 thereof.

TOTAL:

12,410.56

metaldyne

734/207-6200

REMIT TO: LOCKBOX # 23305 \*\*NEW\*\*

METALDYNE MACHINING & ASSEMBLY  
COMPANY, INC. - GREENVILLE  
23305 NETWORK PLACE  
CHICAGO, IL. 60673-1233

INVOICE NUMBER:  
INVOICE DATE:

10 51507  
7/27/05

47603 Halyard Drive, Plymouth MI 48170-2429

SOLD TO: 60150

DELPHI CORPORATION  
ACCOUNTS PAYABLE  
P.O. BOX 1550  
FLINT, MI. 48501-1550

SHIP TO: DELPHI SYSTEMS

3100 NEEDMORE ROAD  
DOCK 101  
DAYTON, OH. 45414

37618

DATE SHIPPED

SHIPPER #

SUPPLIER  
CODE

TERM

SHIPPED FROM

SHIPPED VIA

7/27/05

10 51507 805338399 NET 25TH PROX

GREENVILLE OPERATION  
GREENVILLE, N.C.

USEX  
VICTORY - US EXPRESS

CUSTOMER ORDER NO.	CUSTOMER PART NUMBER PART DESCRIPTION / COMMENTS	METALDYNE PART NUMBER	MODEL YEAR	BOOK NO.	RELEASE NUMBER	QUANTITY SHIPPED	UNIT PRICE	AMOUNT
0550010165	18022458 FRONT DISC BRAKE BRKT	18022458-MP	1 ( )		062453	1,400	4.56580	6,392.12
0550004914	18045330 FRONT DISC BRAKE BRK	18045330-MP	1 ( )		062412	360	5.86000	2,109.60
0550010165	18076163 FRONT DISC BRAKE BRK	18076163-MP	1 ( )		062453	2,205	5.21540	11,499.96
0550050637	18078751 BRACKET-FRT DISC BRAKE	18078751-MP	1 ( )		062841	1,029	5.27660	5,429.62
	CUSTOMER DUNNAGE		( )			35		

\*\*\*\*\*  
\*\* 11/16/06 - PLEASE REMIT \*\*  
\*\*\*\*\*

We hereby certify that these goods were produced in compliance with all applicable requirements of Section 6, 7 & 12 of the Fair Labor Standards Act, as amended, and of regulations and orders of the U.S. Dept. of Labor issued under Section 14 thereof.

TOTAL:

25,431.30

mp 88.48 due 1097.601

metaldyne

734/207-6200

REMIT TO: LOCKBOX # 23305 \*\*NEW\*\*

METALDYNE MACHINING & ASSEMBLY  
COMPANY, INC. - GREENVILLE  
23305 NETWORK PLACE  
CHICAGO, IL. 60673-1233

INVOICE NUMBER: 10 51510  
INVOICE DATE: 7/28/05

47603 Halyard Drive, Plymouth MI 48170-2429

SOLD TO: 60150

DELPHI CORPORATION  
ACCOUNTS PAYABLE  
P.O. BOX 1550  
FLINT, MI. 48501-1550

SHIP TO: DELPHI SYSTEMS

37618

3100 NEEDMORE ROAD  
DOCK 101  
DAYTON, OH. 45414

3100 NEEDMORE ROAD  
DOCK 101  
DAYTON, OH. 45414

DATE SHIPPED	SHIPPER # SID #	SUPPLIER CODE	TERM	SHIPPED FROM	SHIPPED VIA
7/28/05	10 51510	805338399	NET 25TH PROX	GREENVILLE OPERATION GREENVILLE, N.C.	YSEY YELLOW FREIGHT SYSTEM

CUSTOMER ORDER NO.	CUSTOMER PART NUMBER PART DESCRIPTION / COMMENTS	METALDYNE PART NUMBER	MODEL YEAR	BOOK NO.	RELEASE NUMBER	QUANTITY SHIPPED	UNIT PRICE	AMOUNT
0550010165	18022458 FRONT DISC BRAKE BRKT	18022458-MP	1 ( )		062453 110.1210.	700	4.56580	3,196.06
0550004914	18045330 FRONT DISC BRAKE BRK	18045330-MP	1 ( )		062412 110.1210.	360	5.86000	2,109.60
0550010165	18076163 FRONT DISC BRAKE BRK	18076163-MP	1 ( )		062453 110.1210.	2,205	5.21540	11,499.96
0550050637	18078751 BRACKET-FRT DISC BRAKE CUSTOMER DUNNAGE	18078751-MP	1 ( )		062841 110.1210.	2,352	5.27660	12,410.56
						39		

\*\*\*\*\*  
\*\* 11/16/06 - PLEASE REMIT \*\*  
\*\*\*\*\*

We hereby certify that these goods were produced in compliance with all applicable requirements of Section 6, 7 & 12 of the Fair Labor Standards Act, as amended, and of regulations and orders of the U.S. Dept. of Labor issued under Section 14 thereof.

TOTAL:

29,216.18

1269.06 due

**metaldyne**

734/207-6200

REMIT TO: LOCKBOX # 23305 \*\*NEW\*\*

INVOICE NUMBER:

10 51540  
8/01/05

47603 Halyard Drive, Plymouth MI 48170-2429

METALDYNE MACHINING & ASSEMBLY  
COMPANY, INC. - GREENVILLE  
23305 NETWORK PLACE  
CHICAGO, IL. 60673-1233

SOLD TO: 60150

SHIP TO: DELPHI SYSTEMS

37618

DELPHI CORPORATION  
ACCOUNTS PAYABLE  
P.O. BOX 1550  
FLINT, MI. 48501-1550

3100 NEEDMORE ROAD  
DOCK 101  
DAYTON, OH. 45414

3100 NEEDMORE ROAD  
DOCK 101  
DAYTON, OH. 45414

DATE SHIPPED	SHIPPER # SID #	SUPPLIER CODE	TERM	SHIPPED FROM	SHIPPED VIA
8/01/05	10 51540	805338399	NET 25TH PROX	GREENVILLE OPERATION GREENVILLE, N.C.	YSPY YELLOW FREIGHT SYSTEM

CUSTOMER ORDER NO.	CUSTOMER PART NUMBER PART DESCRIPTION / COMMENTS	METALDYNE PART NUMBER	MODEL YEAR	BOOK NO.	RELEASE NUMBER	QUANTITY SHIPPED	UNIT PRICE	AMOUNT
0550010165	18022458 FRONT DISC BRAKE BRKT	18022458-MP	1 (	)	062453	1,400	4.56580	6,392.12
0550004914	18045330 FRONT DISC BRAKE BRK	18045330-MP	1 (	)	062412	360	5.86000	2,109.60
0550010165	18076163 FRONT DISC BRAKE BRK	18076163-MP	1 (	)	062453	1,764	5.21540	9,199.97
0550050637	18078751 BRACKET-FRT DISC BRAKE CUSTOMER DUNNAGE	18078751-MP	1 (	)	062841	1,764	5.27660	9,307.92
			(	)	110.1210.	37		

\*\*\*\*\*  
\*\* 11/16/06 - PLEASE REMIT \*\*  
\*\*\*\*\*

*1165.35 due*

We hereby certify that these goods were produced in compliance with all applicable requirements of Section 6, 7 & 12 of the Fair Labor Standards Act, as amended, and of regulations and orders of the U.S. Dept. of Labor issued under Section 14 thereof.

TOTAL:

27,009.61

# metaldyne

734/207-6200

REMIT TO: LOCKBOX # 23305 \*\*NEW\*\*

METALDYNE MACHINING & ASSEMBLY  
COMPANY, INC. - GREENVILLE  
23305 NETWORK PLACE  
CHICAGO, IL. 60673-1233

INVOICE NUMBER: 10 51542  
INVOICE DATE: 8/01/05

47603 Halvard Drive, Plymouth MI 48170-2429

SOLD TO: 60150

DELPHI CORPORATION  
ACCOUNTS PAYABLE  
P.O. BOX 1550  
FLINT, MI. 48501-1550

SHIP TO: DELPHI CHASSIS SYSTEMS  
SAGINAW OPERATIONS  
2328 E GENESEE AVE  
SAGINAW, MI. 45414

77609

DATE SHIPPED	SHIPPER # SID #	SUPPLIER CODE	TERM	SHIPPED FROM	SHIPPED VIA
8/01/05	10 51542	805338399	NET 25TH PROX	GREENVILLE OPERATION GREENVILLE, N.C.	MENLO MENLO LOGISTICS

CUSTOMER ORDER NO.	CUSTOMER PART NUMBER PART DESCRIPTION / COMMENTS	METALDYNE PART NUMBER	MODEL YEAR	BOOK NO.	RELEASE NUMBER	QUANTITY SHIPPED	UNIT PRICE	AMOUNT
0550037278	18079796 CATERA CTS-V KNUCKLE LH	18079796-MP	1 (	)	063625	870	14.89060	12,954.82
0550037278	18079797 CATERA CTS-V KNUCKLE RH	18079797-MP	1 (	)	063625	870	14.89060	12,954.82
	CUSTOMER DUNNAGE		(	)		58		

\*\*\*\*\*  
\*\* 11/16/06 - PLEASE REMIT \*\*  
\*\*\*\*\*

We hereby certify that these goods were produced in compliance with all applicable requirements of Section 6, 7 & 12 of the Fair Labor Standards Act, as amended, and of regulations and orders of the U.S. Dept. of Labor issued under Section 14 thereof.

TOTAL:

25,909.64

1440.72 due

# metaldyne

734/207-6200

REMIT TO: LOCKBOX # 23305 \*\*NEW\*\*

METALDYNE MACHINING & ASSEMBLY  
COMPANY, INC. - GREENVILLE  
23305 NETWORK PLACE  
CHICAGO, IL. 60673-1233

INVOICE NUMBER: 10 51543  
INVOICE DATE: 8/02/05

47603 Halvard Drive, Plymouth MI 48170-2429

SOLD TO: 60150

DELPHI CORPORATION  
ACCOUNTS PAYABLE  
P.O. BOX 1550  
PLINT, MI. 48501-1550

SHIP TO: DELPHI SYSTEMS

3100 NEEDMORE ROAD  
DOCK 101  
DAYTON, OH. 45414

37618

DATE SHIPPED	SHIPPER #	SHIPPER CODE	TERM	SHIPPED FROM	SHIPPED VIA
8/02/05	10 51543	805338399	NET 25TH PROX	GREENVILLE OPERATION GREENVILLE, N.C.	YSFY YELLOW FREIGHT SYSTEM

CUSTOMER ORDER NO.	CUSTOMER PART NUMBER PART DESCRIPTION / COMMENTS	METALDYNE PART NUMBER	MODEL YEAR	BOOK NO.	RELEASE NUMBER	QUANTITY SHIPPED	UNIT PRICE	AMOUNT
0550010165	18022458 FRONT DISC BRAKE BRKT	18022458-MP	1 (	)	062453	1,400	4.56580	6,392.12
0550004914	18045330 FRONT DISC BRAKE BRK	18045330-MP	1 (	)	062412	360	5.86000	2,109.60
0550010165	18076163 FRONT DISC BRAKE BRK	18076163-MP	1 (	)	062453	3,528	5.21540	18,399.93
	CUSTOMER DUNNAGE		(	)	110.1210.	37		

\*\*\*\*\*  
\*\* 11/16/06 - PLEASE REMIT \*\*  
\*\*\*\*\*

1165.34 due

We hereby certify that these goods were produced in compliance with all applicable requirements of Section 6, 7 & 12 of the Fair Labor Standards Act, as amended, and of regulations and orders of the U.S. Dept. of Labor issued under Section 14 thereof.

TOTAL:

26,901.65

**metaldyne**

734/207-6200

REMIT TO: LOCKBOX # 23305 \*\*NEW\*\*

INVOICE NUMBER:  
INVOICE DATE:

10 51547  
8/02/05

47603 Halyard Drive, Plymouth MI 48170-2429

METALDYNE MACHINING & ASSEMBLY  
COMPANY, INC. - GREENVILLE  
23305 NETWORK PLACE  
CHICAGO, IL. 60673-1233

SOLD TO: 60150

SHIP TO: DELPHI SYSTEMS

37618

DELPHI CORPORATION  
ACCOUNTS PAYABLE  
P.O. BOX 1550  
FLINT, MI. 48501-1550

3100 NEEDMORE ROAD  
DOCK 101  
DAYTON, OH. 45414

3100 NEEDMORE ROAD  
DOCK 101  
DAYTON, OH. 45414

DATE SHIPPED	SHIPPER # SID #	SUPPLIER CODE	TERM	SHIPPED FROM	SHIPPED VIA
8/02/05	10 51547	805338399	NET 25TH PROX	GREENVILLE OPERATION GREENVILLE, N.C.	USEX VICTORY - US EXPRESS

CUSTOMER ORDER NO.	CUSTOMER PART NUMBER PART DESCRIPTION / COMMENTS	METALDYNE PART NUMBER	MODEL YEAR	BOOK NO.	RELEASE NUMBER	QUANTITY SHIPPED	UNIT PRICE	AMOUNT
0550004914	18045330 FRONT DISC BRAKE BRK	18045330-MP	1 (	)	044713 110.1210.	360	5.86000	2,109.60
0550050637	18078751 BRACKET-FRT DISC BRAKE	18078751-MP	1 (	)	045042 110.1210.	3,528	5.27660	18,615.84
	CUSTOMER DUNNAGE		(	)		27		

\*\*\*\*\*  
\*\* 11/16/06 - PLEASE REMIT \*\*  
\*\*\*\*\*

We hereby certify that these goods were produced in compliance with all applicable requirements of Section 6, 7 & 12 of the Fair Labor Standards Act, as amended, and of regulations and orders of the U.S. Dept. of Labor issued under Section 14 thereof.

TOTAL:

20,725.44

*\$97.80 due*



# metaldyne

734/207-6200

REMIT TO: LOCKBOX # 23305 \*\*NEW\*\*

METALDYNE MACHINING & ASSEMBLY  
COMPANY, INC. - GREENVILLE  
23305 NETWORK PLACE  
CHICAGO, IL. 60673-1233

INVOICE NUMBER:  
INVOICE DATE:

10 51554  
8/03/05

47603 Halyard Drive, Plymouth MI 48170-2429

SOLD TO: 60150

DELPHI CORPORATION  
ACCOUNTS PAYABLE  
P.O. BOX 1550  
FLINT, MI. 48501-1550

SHIP TO: DELPHI SYSTEMS

3100 NEEDMORE ROAD  
DOCK 101  
DAYTON, OH. 45414

37618

DATE SHIPPED	SHIPPER # SID #	SUPPLIER CODE	TERM	SHIPPED FROM	SHIPPED VIA
8/03/05	10 51554	805338399	NET 25TH PROX	GREENVILLE OPERATION GREENVILLE, N.C.	USEX VICTORY - US EXPRESS

CUSTOMER ORDER NO.	CUSTOMER PART NUMBER PART DESCRIPTION / COMMENTS	METALDYNE PART NUMBER	MODEL YEAR	BOOK NO.	RELEASE NUMBER	QUANTITY SHIPPED	UNIT PRICE	AMOUNT
0550004914	18045330 FRONT DISC BRAKE BRK	18045330-MP	1 (	)	044713 110.1210.	360	5.86000	2,109.60
0550010165	18076163 FRONT DISC BRAKE BRK	18076163-MP	1 (	)	044713 110.1210.	1,176	5.21540	6,133.31
0550050637	18078751 BRACKET-FRT DISC BRAKE	18078751-MP	1 (	)	045042 110.1210.	1,764	5.27660	9,307.92
	CUSTOMER DUNNAGE		(	)		23		

\*\*\*\*\*  
\*\* 11/16/06 - PLEASE REMIT \*\*  
\*\*\*\*\*

We hereby certify that these goods were produced in compliance with all applicable requirements of Section 6, 7 & 12 of the Fair Labor Standards Act, as amended, and of regulations and orders of the U.S. Dept. of Labor issued under Section 14 thereof.

TOTAL:

17,550.83

*762.09 due*

# metaldyne

734/207-6200

REMIT TO: LOCKBOX # 23305 \*\*NEW\*\*

METALDYNE MACHINING & ASSEMBLY  
COMPANY, INC. - GREENVILLE  
23305 NETWORK PLACE  
CHICAGO, IL. 60673-1233

INVOICE NUMBER:  
INVOICE DATE:

10 51556  
8/03/05

47603 Halyard Drive, Plymouth MI 48170-2429

SOLD TO: 60150

DELPHI CORPORATION  
ACCOUNTS PAYABLE  
P. O. BOX 1550  
FLINT, MI. 48501-1550

SHIP TO:

DELPHI CHASSIS SYSTEMS  
SAGINAW OPERATIONS  
2328 E GENESEE AVE  
SAGINAW, MI. 45414

77609

DATE SHIPPED	SHIPPER # SID #	SUPPLIER CODE	TERM	SHIPPED FROM	SHIPPED VIA
8/03/05	10 51556	805338399	NET 25TH PROX	GREENVILLE OPERATION GREENVILLE, N.C.	MENTLO MENTLO LOGISTICS

CUSTOMER ORDER NO.	CUSTOMER PART NUMBER PART DESCRIPTION / COMMENTS	METALDYNE PART NUMBER	MODEL YEAR	BOOK NO.	RELEASE NUMBER	QUANTITY SHIPPED	UNIT PRICE	AMOUNT
0550037278	18079796 CATERA CTS-V KNUCKLE LH	18079796-MP	1 (	)	051848 110.1210.	840	14.89060	12,508.10
0550037278	18079797 CATERA CTS-V KNUCKLE RH	18079797-MP	1 (	)	051848 110.1210.	840	14.89060	12,508.10
	CUSTOMER DUNNAGE		(	)		56		

\*\*\*\*\*  
\*\* 11/16/06 - PLEASE REMIT \*\*  
\*\*\*\*\*

We hereby certify that these goods were produced in compliance with all applicable requirements of Section 6, 7 & 12 of the Fair Labor Standards Act, as amended, and of regulations and orders of the U.S. Dept. of Labor issued under Section 14 thereof.

TOTAL:

25,016.20

1391.04 due

# metaldyne

734/207-6200

REMIT TO: LOCKBOX # 23305 \*\*NEW\*\*

METALDYNE MACHINING & ASSEMBLY  
COMPANY, INC. - GREENVILLE  
23305 NETWORK PLACE  
CHICAGO, IL. 60673-1233

INVOICE NUMBER: 10 51557  
INVOICE DATE: 8/05/05

47603 Halvard Drive, Plymouth MI 48170-2429

SOLD TO: 60150 DELPHI CORPORATION  
ACCOUNTS PAYABLE

SHIP TO: DELPHI SYSTEMS

37618

P.O. BOX 1550  
PLINT, MI. 48501-1550

3100 NEEDMORE ROAD  
DOCK 101  
DAYTON, OH. 45414

DATE SHIPPED	SHIPPER # SID #	SUPPLIER CODE	TERM	SHIPPED FROM	SHIPPED VIA
8/05/05	10 51557	805338399	NET 25TH PROX	GREENVILLE OPERATION GREENVILLE, N.C.	USEX VICTORY - US EXPRESS

CUSTOMER ORDER NO.	CUSTOMER PART NUMBER PART DESCRIPTION / COMMENTS	METALDYNE PART NUMBER	MODEL YEAR	BOOK NO.	RELEASE NUMBER	QUANTITY SHIPPED	UNIT PRICE	AMOUNT
0550004914	18045330 FRONT DISC BRAKE BRK	18045330-MP	1 (	)	044713 110.1210.	360	5.86000	2,109.60
0550010165	18076163 FRONT DISC BRAKE BRK	18076163-MP	1 (	)	044713 110.1210.	1,764	5.21540	9,199.97
0550050637	18078751 BRACKET-FRT DISC BRAKE CUSTOMER DUNNAGE	18078751-MP	1 (	)	045042 110.1210.	1,764	5.27660	9,307.92
			(	)		27		

\*\*\*\*\*  
\*\* 11/16/06 - PLEASE REMIT \*\*  
\*\*\*\*\*

*867.18 due*

We hereby certify that these goods were produced in compliance with all applicable requirements of Section 6, 7 & 12 of the Fair Labor Standards Act, as amended, and of regulations and orders of the U.S. Dept. of Labor issued under Section 14 thereof.

TOTAL:

20,617.49

# metaldyne

734/207-6200

REMIT TO: LOCKBOX # 23305 \*\*NEW\*\*

INVOICE NUMBER:  
INVOICE DATE:

10 51568  
8/05/05

47603 Halyard Drive, Plymouth MI 48170-2429

METALDYNE MACHINING & ASSEMBLY  
COMPANY, INC. - GREENVILLE  
23305 NETWORK PLACE  
CHICAGO, IL. 60673-1233

SOLD TO: 60150

DELPHI CORPORATION  
ACCOUNTS PAYABLE  
P.O. BOX 1550  
FLINT, MI. 48501-1550

SHIP TO:

DELPHI CHASSIS SYSTEMS  
SAGINAW OPERATIONS  
2328 E GENESEE AVE  
SAGINAW, MI. 48414

77609

DATE SHIPPED	SHIPPER # SID #	SUPPLIER CODE	TERM			SHIPPED FROM		SHIPPED VIA	
8/05/05	10 51568	805338399	NET 25TH PROX			GREENVILLE OPERATION GREENVILLE, N.C.		MENLO MENLO LOGISTICS	
CUSTOMER ORDER NO.	CUSTOMER PART NUMBER PART DESCRIPTION / COMMENTS	METALDYNE PART NUMBER	MODEL YEAR	BOOK NO.	RELEASE NUMBER	QUANTITY SHIPPED	UNIT PRICE	AMOUNT	
0550037278	18079796 CATERA CTS-V KNUCKLE LH	18079796-MP	1 ( )		051848 110.1210.	450	14.89060	6,700.77	
0550037278	18079797 CATERA CTS-V KNUCKLE RH	18079797-MP	1 ( )		051848 110.1210.	450	14.89060	6,700.77	
	CUSTOMER DUNNAGE		( )			30			

\*\*\*\*\*  
\*\* 11/16/06 - PLEASE REMIT \*\*  
\*\*\*\*\*

*745.20 due*

We hereby certify that these goods were produced in compliance with all applicable requirements of Section 6, 7 & 12 of the Fair Labor Standards Act, as amended, and of regulations and orders of the U.S. Dept. of Labor issued under Section 14 thereof.

TOTAL:

13,401.54

metaldyne

734/207-6200

REMIT TO: LOCKBOX # 23305 \*\*NEW\*\*

METALDYNE MACHINING & ASSEMBLY  
COMPANY, INC. - GREENVILLE  
23305 NETWORK PLACE  
CHICAGO, IL. 60673-1233

INVOICE NUMBER:  
INVOICE DATE:

10 51569  
8/05/05

47603 Halyard Drive, Plymouth MI 48170-2429

SOLD TO: 60150

DELPHI CORPORATION  
ACCOUNTS PAYABLE  
P.O. BOX 1550  
FLINT, MI. 48501-1550

SHIP TO: DELPHI SYSTEMS

3100 NEEDMORE ROAD  
DOCK 101  
DAYTON, OH. 45414

37618

DATE SHIPPED	SHIPPER # SID #	SUPPLIER CODE	TERM	SHIPPED FROM	SHIPPED VIA
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8/05/05 10 51569 805338399 NET 25TH PROX

GREENVILLE OPERATION  
GREENVILLE, N.C.

USEX  
VICTORY - US EXPRESS

CUSTOMER ORDER NO.	CUSTOMER PART NUMBER PART DESCRIPTION / COMMENTS	METALDYNE PART NUMBER	MODEL YEAR	BOOK NO.	RELEASE NUMBER	QUANTITY SHIPPED	UNIT PRICE	AMOUNT
0550010165	18022157 FRONT DISC BRAKE BRK	18022157-MP	1 (	)	044713	140	4.74310	664.03
0550010165	18022458 FRONT DISC BRAKE BRKT	18022458-MP	1 (	)	044713	980	4.56580	4,474.48
0550004914	18045330 FRONT DISC BRAKE BRK	18045330-MP	1 (	)	044713	360	5.86000	2,109.60
0550010165	18076163 FRONT DISC BRAKE BRK	18076163-MP	1 (	)	044713	1,029	5.21540	5,366.65
0550050637	18078751 BRACKET-FRT DISC BRAKE CUSTOMER DUNNAGE	18078751-MP	1 (	)	045042	1,764	5.27660	9,307.92
			(	)		30		

\*\*\*\*\*  
\*\* 11/16/06 - PLEASE REMIT \*\*  
\*\*\*\*\*

945.44 due

21,922.68

We hereby certify that these goods were produced in compliance with all applicable requirements of Section 6, 7 & 12 of the Fair Labor Standards Act, as amended, and of regulations and orders of the U.S. Dept. of Labor issued under Section 14 thereof.

TOTAL:



734/207-6200

REMIT TO: LOCKBOX # 23305 \*\*NEW\*\*

METALDYNE MACHINING & ASSEMBLY  
COMPANY, INC. - GREENVILLE  
23305 NETWORK PLACE  
CHICAGO, IL. 60673-1233INVOICE NUMBER:  
INVOICE DATE:10 51830  
9/19/05

47603 Halyard Drive, Plymouth MI 48170-2429

SOLD TO: 60150

DELPHI CORPORATION  
ACCOUNTS PAYABLE  
P.O. BOX 1550  
FLINT, MI. 48501-1550

SHIP TO:

DELPHI CHASSIS SYSTEMS  
SAGINAW OPERATIONS  
2328 E GENESEE AVE  
SAGINAW, MI. 45414

77609

DATE SHIPPED	SHIPPER # SID #	SUPPLIER CODE	TERM	SHIPPED FROM	SHIPPED VIA
9/19/05	10 51830	805338399	NET 25TH PROX	GREENVILLE OPERATION GREENVILLE, N.C.	MENLO MENLO LOGISTICS

CUSTOMER ORDER NO.	CUSTOMER PART NUMBER PART DESCRIPTION / COMMENTS	METALDYNE PART NUMBER	MODEL YEAR	BOOK NO.	RELEASE NUMBER	QUANTITY SHIPPED	UNIT PRICE	AMOUNT
0550037278	18079796 CATERA CTS-V KNUCKLE LH PARTS SHIPPED 091805 SHIPPER#188819 TRAILER# 798732	18079796-MP	1 ( )		113325	240	14.89060	3,573.74
0550037278	18079797 CATERA CTS-V KNUCKLE RH CUSTOMER DUNNAGE	18079797-MP	1 ( )		113325	240	14.89060	3,573.74

\*\*\*\*\*  
\*\* 11/16/06 - PLEASE REMIT \*\*  
\*\*\*\*\*

We hereby certify that these goods were produced in compliance with all applicable requirements of Section 6, 7 &amp; 12 of the Fair Labor Standards Act, as amended, and of regulations and orders of the U.S. Dept. of Labor issued under Section 14 thereof.

TOTAL:

7,147.48

# DELPHI

Energy & Chassis Systems  
 Page 1 of 4

**Buyer:**

DELPHI AUTOMOTIVE SYSTEMS LLC  
 DELPHI ENERGY & CHASSIS DIV  
 5820 DELPHI DR  
 TROY MI 48098

**Deliver to:**

METALDYNE CORP  
 220 INDUSTRIAL BLVD  
 GREENVILLE NC 27834

METALDYNE CORP  
 P.O. Box 1645  
 GREENVILLE NC 27834

**Purchase Order**

PO Number 450344820 Date Issued 22-Aug-2006  
 Version 10-Oct-2006 15:04:34

Delivery date: 17-AUG-2007

Vendor No: 1005696  
 DUNS No: 805338399

Payment Terms: Z010 Currency: USD  
 NET 10 DAYS

Incoterms: FOB Freight Collect

Item No.	Material No/Item Identifier No	Total Order Quantity	Plant
Description			Requester

00010	PR10641609 00010	27,000.000	HA02 DELPHI E & C NEEDMORE
	18023239 GMX REAR BRACKET		L. REUTER
PLEASE MAIL TWO (2) COPIES OF YOUR INVOICE TO:			
DELPHI ENERGY & CHASSIS SYSTEMS			
ATTN: LINDA GOLSON MAIL STOP: 1-08			
PO BOX 1042			
DAYTON OH 45401			

Delivery Date	Scheduled Quantity	Price	Price Unit	UOM	Value
17-AUG-2007	27,000.000	1,169.55	1,000	PC	31,577.85
Net Line Item Value					USD 31,577.85

00020	PR10641609 00020	33,323.000	HA02 DELPHI E & C NEEDMORE
	18024892 GMX FRONT BRACKET		L. REUTER
PLEASE MAIL TWO (2) COPIES OF YOUR INVOICE TO:			
DELPHI ENERGY & CHASSIS SYSTEMS			
ATTN: LINDA GOLSON MAIL STOP: 1-08			
PO BOX 1042			
DAYTON OH 45401			

*Billed 10-28-06*

*D. Burnn*

Purchasing Contact: Reuter, Laura  
 Phone: 937-455-7854  
 Fax: 937-455-9133

Contact Address:  
 DELPHI ENERGY & CHASSIS SYSTEMS  
 2000 FORRER BLVD  
 KETTERING OH 45420

Date and Time Printed: 10-Oct-2006 15:04:34

ATTACHMENT 2

**DELPHI**

Energy & Chassis Systems  
Page 2 of 4

METALDYNE CORP  
P.O. Box 1645  
GREENVILLE NC 27834

Purchase Order	
PO Number 450344820	Date Issued 22-Aug-2006
Version 10-Oct-2006 15:04:34	

Item No.	Material No/Item Identifier No	Total Order Quantity	Plant	Requester
Description				

Delivery Date	Scheduled Quantity	Price	Price Unit	UOM	Value
17-AUG-2007	33,323.000	2,523.60	1,000	PC	84,093.92
Net Line Item Value					84,093.92
					USD

Total net value	USD	115,671.77
-----------------	-----	------------

*Billed  
10-28-06  
D. Burn*

**Notes:**

\*\*\*\*\*  
Title to goods shall transfer from seller to buyer upon arrival at buyer's consuming plant.  
\*\*\*\*\*

\*\*\*\*\*  
**IMPORTANT NOTICE TO SUPPLIERS:**  
PLEASE COMPLY STRICTLY WITH DELPHI'S ENVIRONMENTAL REQUIREMENTS AS STATED IN THE ENVIRONMENTAL REQUIREMENTS FOR CONTRACTORS / SUPPLIERS / VENDORS. A COPY OF THE ENVIRONMENTAL REQUIREMENTS IS AVAILABLE UPON WRITTEN REQUEST TO THE BUYER.  
\*\*\*\*\*

Delphi requires 100% on time delivery performance from suppliers. If you anticipate problems in delivering materials and/or completing services by the date specified on the Buyer's purchase order, the Delphi Buyer should be notified immediately.  
\*\*\*\*\*

Restricted, toxic, and hazardous materials - Suppliers are required to comply with current governmental and safety constraints on restricted, toxic and hazardous materials; as well as environmental, electrical and electromagnetic considerations applicable to the country of manufacture and sale. This relates to both the salable product and the manufacturing processes. (Refer also to Terms and Conditions No. 8 "Ingredients Disclosure and Special Warnings Instructions"). Commencement of any work or service under this order shall constitute seller's acceptance of these responsibilities. If you do not accept these responsibilities, please contact the appropriate Delphi's Buyer.  
\*\*\*\*\*

Seller acknowledges and agrees that Buyer's General Terms and Conditions and Delphi Customer Specific Requirements are incorporated in, and a part of, this contract and each purchase order, release, requisition, work order, shipping instruction, specification and other document issued by Buyer or accepted in writing by Buyer, whether expressed in written form or by electronic data interchange, relating to the goods and/or services to be provided by Seller pursuant to this contract (such documents are collectively referred to as this "Contract"). A copy of Buyer's General Terms and Conditions and Delphi Customer Specific Requirements are available upon written request to Buyer or via the internet at Delphi's website, delphi.com. Seller acknowledges and agrees that it has read and understands Buyer's General Terms and Conditions and Delphi Customer Specific Requirements. If Seller accepts this Contract in writing or commences any of the work or services which are the subject of this Contract, Seller will be deemed to have accepted this Contract and Buyer's General Terms and Conditions and Delphi Customer Specific Requirements in their entirety without modification. Any additions to, changes in, modifications of, or revisions of this Contract (including Buyer's General Terms and Conditions and Delphi Customer Specific Requirements) which Seller proposes will be deemed to be rejected by Buyer except to the extent that Buyer expressly agrees to accept any such proposals in writing.  
\*\*\*\*\*

All wood packaging must be compliant with the International Standard Phytosanitary Measure #15 in the treatment of wood packaging material. Please reference the "Requirements for the treatment of wood packaging materials" section of the Supplier Community Portal found on www.delphi.com for further details.  
\*\*\*\*\*

**metaldyne**

**ISO/TS16949 (7.2) - Contract Review Label**

Items to be reviewed / approved:

Part Number	Terms/Clauses
Unit Price	Tooling Capacity
Effective Date	Tooling Amount
Design Revision	Producing Plant (Supplier Code)

Date: 10-12-06

Signature: *Steve Allor*

Comments:

*OK*



# DELPHI

Energy & Chassis Systems

Page 3 of 4

METALDYNE CORP  
P.O. Box 1645  
GREENVILLE NC 27834

## Purchase Order

PO Number	Date Issued
450344820	22-Aug-2006
Version	
10-Oct-2006 15:04:34	

Item No.	Material No/Item Identifier No	Total Order Quantity	Plant	Requester
Description				

### Notes Continued:

\*\*\*\*\*  
Do not bill sales or use tax on items delivered to locations within the states listed below. Delphi Automotive Systems, LLC ("DELPHI") holds direct pay authority with these states. As a result, in all of the identified states DELPHI will remit directly to taxing authorities, all sales or use tax liability related to its purchase and use of tangible personal property and services. Therefore, effective immediately, this tax clause supersedes all tax code information found on this order except for those states not identified below. For those states not identified below, please continue to follow the specific tax code instructions found on this order. Listed below are Direct Pay Permit or Sales Tax License numbers for the eleven (11) states, or DELPHI locations within a state, where DELPHI holds direct pay authority:

Alabama -----805  
New Jersey -----383-431-131/000  
Georgia -----300-45870-8  
New York -----DP-3487  
Indiana -----1018702130011  
Ohio -----98-0002667  
Kansas -----98-0003a  
Texas -----1-38-3431131-1  
Michigan -----38-3431131  
Wisconsin -----WDP-99-01-010037  
Mississippi -----4375

If this order relates to a construction contract for real property, all applicable sales and use taxes are the responsibility of the contractor, and should be included in the contractor's bid as required pursuant to Section 7 of the DELPHI 1638 (8/00 Rev A), "Construction General Conditions", unless the responsibility for payment of sales & use taxes are otherwise specifically outlined in the contract.

Questions should be directed to: Delphi Disbursement - Customer Service Phone: (248) 874-4636

\*\*\*\*\*  
If this is your first purchase order with Delphi under this DUNS number or your remittance information has changed, you need to establish a payment link with the following:

Delphi Corporation BAC Disbursements Center  
Vendor Name and Address Group  
16 E. Judson St.  
Pontiac, MI 48342-2205  
Fax 602-797-6513  
Attention: The UNA Work Group  
Disbursements Supplier Relations Phone Number: (248) 874-4636

You will need to provide a copy of invoice or letterhead showing, company name, correct remittance and correspondence addresses, contract number and "ship from" DUNS number.

To request BFT Agreement forms go to Website at [www.delphi.com](http://www.delphi.com) <<http://www.delphi.com>> clicking on "suppliers" in the header, then click "supplier community portal" & then click on "supplier standards" on supplier page.

**DELPHI**

Energy & Chassis Systems  
Page 4 of 4

METALDYNE CORP  
P.O. Box 1645  
GREENVILLE NC 27834

**Purchase Order**

PO Number	Date Issued
450344820	22-Aug-2006
Version	
10-Oct-2006 15:04:34	

Item No.	Material No/Item Identifier No	Total Order Quantity	Plant	Requester
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**Notes Continued:**

You can now view payment status on-line using E-DACOR. You may go to Website at [www.delphi.com](http://www.delphi.com) <<http://www.delphi.com>> clicking on "suppliers" in the header & "Information about payment visibility (e-DACOR-payment status)" on supplier page to find out how to get yourself set up.

Note: This order will pay on receipt. Please do not send an invoice unless specifically requested on the order. Do, however, send a month end statement of unpaid items and/or additional charges, i.e., freight, tax, setup, etc. to Delphi Automotive Systems Disbursements, P. O. Box 1550, Flint, MI 48501-1550. This is an invoice less system, which generates payment, based on receipt.

If P.O. is in error, please advise the buyer listed below before shipping.

\*\*\*\*\*

PAYMENT ISSUES and QUESTIONS REGARDING SHIPPED MATERIAL SHOULD BE DIRECTED to DISBURSEMENT SERVICES at (248)-874-4636.

\*\*\*\*\*

\*\*\*\*\*

Supplier acknowledges that payment terms are strictly confidential and not be disclosed to any third party whatsoever without the prior written consent of Delphi.

\*\*\*\*\*

10/10/06 - Alteration to change payment terms from MNS2 to Net 10. jtw

## DELPHI

June 29, 2006 – Updated by Dmitry Harris 4:30 pm

Mr. Dmitry Harris  
Global Director of Sales and Engineering  
Metaldyne Chassis Group

Subject: Response to Metaldyne letter June 12, 2006 5:00 pm

Mr. Harris,

Concerning your letter, Delphi and Metaldyne agree to the following:

1. Gen-3 Enhanced Mass Brackets:
  - a. 18088502: current piece price May 1, 2006 is \$5.2066
    - i. Effective 7/1/06, price to be \$5.56 at a base of \$152/GT, Iron Age. For the month of July 2006, this would convert to \$6.0978 which includes the surcharge of \$.5378 per piece. Pricing will escalate quarterly based on the previous 3 month Iron Age Average of Pittsburgh & Chicago Punchings & Plate. For July 2006, this average is \$385/GT. Price changes will be effective in January, April, July, and October. Casting weight is 5.17 pounds.
  - b. 18078751: current piece price May 1, 2006 is \$5.1324
    - i. Effective 7/1/06, price to be \$5.56 at a base of \$152/GT, Iron Age. For the month of July 2006, this would convert to \$6.0978 which includes the surcharge of \$.5378 per piece. Pricing will escalate quarterly based on the previous 3 month Iron Age Average of Pittsburgh & Chicago Punchings & Plate. For July 2006, this average is \$385/GT. Price changes will be effective in January, April, July, and October. Casting weight is 5.17 pounds.
  - c. Metaldyne maintains responsibility for the Plating Supplier.
  - d. New Contract valid through 12/31/2009.
2. Sigma Bracket (18045330):
  - i. Effective 7/1/06, price to be \$6.62 at a base of \$152/GT, Iron Age. For the month of July 2006, this would convert to \$7.1047 which includes the surcharge of \$.4847 per piece. Pricing will escalate quarterly based on the previous 3 month Iron Age Average of Pittsburgh & Chicago Punchings & Plate. For July 2006, this average is \$385/GT. Price changes will be effective in January, April, July, and October. Casting weight is 4.66 pounds.
  - b. Metaldyne maintains responsibility for the Plating Supplier.
  - c. New Contract valid through 12/31/2009.
3. Quad Brackets:
  - a. 18077858: current piece price May 1, 2006 is \$6.2753, no escalation
    - i. Effective 7/1/06, price to be \$6.04 at a base of \$152/GT, Iron Age. For the month of July 2006, this would convert to \$6.5674 which includes the

surcharge of \$.5274 per piece. Pricing will escalate quarterly based on the previous 3 month Iron Age Average of Pittsburgh & Chicago Punchings & Plate. For July 2006, this average is \$385/GT. Price changes will be effective in January, April, July, and October. Casting weight is 5.07 pounds. The above pricing does not include the reduction of 3.5% scheduled for 7/1/06. The above price will be reduced by the 3.5% scheduled reduction; effective 7/1/06, piece price is \$6.3375 after the reduction.

- b. 18077984: current piece price May 1, 2006 is \$6.2253, no escalation
  - i. Effective 7/1/06, price to be \$6.04 at a base of \$152/GT, Iron Age. For the month of July 2006, this would convert to \$6.5445 which includes the surcharge of \$.5045 per piece. Pricing will escalate quarterly based on the previous 3 month Iron Age Average of Pittsburgh & Chicago Punchings & Plate. For July 2006, this average is \$385/GT. Price changes will be effective in January, April, July, and October. Casting weight is 4.85 pounds. The above pricing does not include the reduction of 3.5% scheduled for 7/1/06. The above price will be reduced by the 3.5% scheduled reduction; effective 7/1/06, piece price is \$6.3154 after the reduction.
- c. Delphi will work with Metaldyne to resource the casting supplier, however, Delphi is not able to pay for tooling or price increases as a result of the change. Supplier change is subject to customer approval, and must be documented through the eSCR process (eSCR needs to be submitted immediately). Targeted implementation date is 1/1/07.
- d. Out year productivity reductions as follows: 7/1/06, 3.5%; 7/1/07, 1.5%; 7/1/08 1.25%; 7/1/09 1.5%. To calculate the reduction, calculate the sell price (sell price = base price + surcharge), and then subtract the appropriate percentage to determine the new price. With the metal rate at \$377/GT, the above change for the reduction schedule would equate to a savings of approximately \$665,000 to Metaldyne over the life of the current Quad Contract.
- e. Contract expiration date does not change from current.

4. Quality Requirements

- a. Delphi Needmore Road Management, Greg Noethlich, Mark Gerlach and Delphi Purchasing met 6/23/06 at the Needmore Road facility to have a better understanding of quality expectations. Metaldyne sent a proposal dated 6/26/06 outlining these discussions.

5. GMX 130 Front and Rear Brackets:

- a. Delphi will pay Metaldyne \$115,672 in obsolescence charges. Delphi will target payment to Metaldyne by September 1, 2006 or earlier.

6. Service Parts:

- a. Metaldyne will honor current contracts for service parts through 12/31/2006. Metaldyne will continue to honor service requirements at production pricing for a period of three years after the end of production. Delphi will agree to Iron Age pricing as agreed in the email from Steve Allor on 6/20/06.
- b. Delphi will work with Metaldyne to develop alternative delivery schedules including size of shipments which will continue to support Delphi's service part needs and will allow Metaldyne adequate scheduling and production time.

7. Equipment Repair


- a. Capital Equipment is the responsibility of the supplier to maintain in order to produce parts that meet the print specifications for Delphi. However, as a good faith effort, Delphi will pay up to \$300,000 towards the rebuild costs for Metaldyne. Metaldyne must show proof of rebuild prior to payment.

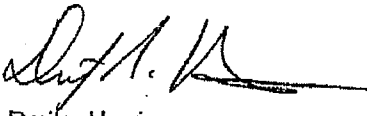
8. Payment terms are being negotiated by Tom Amato and Ken Szymczak. The current proposal is to revert to Net - 10 for all products Metaldyne supplies to Delphi upon implementation and acceptance of new contracts (Purchase Orders) that cover the products mentioned in this letter. Metaldyne will move from N-10 to MNS-2 on September 15<sup>th</sup> if a Court approved settlement with the UAW and GM has been completed and if not on January 1, 2007. This is predicated on eliminating the discount that was offered to Delphi in going from MNS-2 to CIA, as we move to N-10 and ultimately back to MNS-2.

9. To summarize, Quad Contract expiration dates remain the same as they were originally agreed, Gen 3 and Sigma extend to 12/31/2009, and service extends to three years after the end of production. Escalation will be paid on Quad, however productivity remains at 3.5% effective 7/1/06, 1.5% 7/1/07, 1.25% 7/1/08 and 1.5% 7/1/09, and there is a price increase granted on the Gen 3 parts. The escalation market will change to Iron Age Average, with price changes quarterly.

All of the above is subject to the appropriate legal and Supply Management approval.

Sincerely,

  
Robert T. Andary  
E&C Metallic Commodity Manager  
Delphi

 6/29/06  
Dmitry Harris  
Global Director of Sales and Engineering  
Metaldyne Chassis Group

7-21-06

**GMX130 Front and Rear Brake Brackets – Early program termination resulted in overstock of raw castings.**

Front Bracket: 37,000 castings @ \$2.5236 = \$93,373.20  
Rear Bracket: 27,600 castings @ \$1.4413 = \$39,779.88

Front Service Requirements estimated at 150 pcs per month = 1800 pcs per year = 5400 pcs over 3 years.

Metaldyne will maintain 1,723 finished + 3,677 castings on hand to support service. Metaldyne needs Delphi to purchase remaining 33,323 castings @ \$2.5236 = \$84,093.92

Rear Service Requirements estimated at 50 pcs per month = 600 pcs per year = 1800 pcs over 3 years.

Metaldyne will maintain 4,538 finished + 0 castings on hand to support service. Metaldyne needs Delphi to purchase remaining 27,600 castings @ \$1.4413 = \$39,779.88

**TOTAL REQUESTED FROM DELPHI = \$115,671.92**

Dmitry Harris



47603 Halyard Drive, Plymouth MI 48170-2429

734/207-6200

REMIT TO: LOCKBOX # 23305 \*\*NEW\*\*  
METALDYNE MACHINING & ASSEMBLY  
COMPANY, INC. - GREENVILLE  
23305 NETWORK PLACE  
CHICAGO, IL. 60673-1233

INVOICE NUMBER: 1094727  
INVOICE DATE: 10/28/06

SOLD TO: 60150 DELPHI CORPORATION  
ACCOUNTS PAYABLE  
P.O. BOX 1550  
FLINT, MI. 48501-1550

SHIP TO: DELPHI SYSTEMS

3100 NEEDMORE ROAD  
DOCK 101  
DAYTON, OH. 45414

37618

DATE SHIPPED	SHIPPER # SID #	SUPPLIER CODE	TERM	SHIPPED FROM	SHIPPED VIA			
10/28/06	10 94727	805338399	NET 25TH PROX	GREENVILLE OPERATION GREENVILLE, N.C.				
CUSTOMER ORDER NO.	CUSTOMER PART NUMBER PART DESCRIPTION / COMMENTS	METALDYNE PART NUMBER	MODEL YEAR	BOOK NO.	RELEASE NUMBER	QUANTITY SHIPPED	UNIT PRICE	AMOUNT
450344820	MISCELLANEOUS	MISCELLANEOUS			2 ( 990855)	100119.5110.	27,000	1.16955
								31,577.85

MISCELLANEOUS		2 ( 990855)		100119.5110.	
TO INVOICE OUR PART NUMBER 18023239 GMX REAR					
BRACKET 27,000 PIECES AT \$1.16955 EACH					

We hereby certify that these goods were produced in compliance with all applicable requirements of Section 6, 7 & 12 of the Fair Labor Standards Act, as amended, and of regulations and orders of the U.S. Dept. of Labor issued under Section 14 thereof.

TOTAL:

31,577.85

metaldyne

47603 Halyard Drive, Plymouth MI 48170-2429

734/207-6200

REMIT TO: LOCKBOX # 23305 \*\*NEW\*\*  
METALDYNE MACHINING & ASSEMBLY  
COMPANY, INC. - GREENVILLE  
23305 NETWORK PLACE  
CHICAGO, IL. 60673-1233

INVOICE NUMBER: 1094728  
INVOICE DATE: 10/28/06

SOLD TO: 60150

DELPHI CORPORATION  
ACCOUNTS PAYABLE  
P.O. BOX 1550  
FLINT, MI. 48501-1550

SHIP TO:

DELPHI SYSTEMS  
3100 NEEDMORE ROAD  
DOCK 101  
DAYTON, OH. 45414

37618

DATE SHIPPED	SHIPPER # SID #	SUPPLIER CODE	TERM	SHIPPED FROM			SHIPPED VIA		
GREENVILLE OPERATION GREENVILLE, N.C.									
10/28/06	10 94728	805338399	NET 25TH PROX						
CUSTOMER ORDER NO.	CUSTOMER PART NUMBER PART DESCRIPTION / COMMENTS	METALDYNE PART NUMBER	MODEL YEAR	BOOK NO.	RELEASE NUMBER	QUANTITY SHIPPED	UNIT PRICE	AMOUNT	
450344820	MISCELLANEOUS	MISCELLANEOUS			2 ( 990855)	100119.5110.	33,323	2.52360	84,093.92
MISCELLANEOUS TO INVOICE OUR PART NUMBER 18024892 GMX FRONT BRACKET 33,323 PIECES AT \$2.52360 EACH									

We hereby certify that these goods were produced in compliance with all applicable requirements of Section 6, 7 & 12 of the Fair Labor Standards Act, as amended, and of regulations and orders of the U.S. Dept. of Labor issued under Section 14 thereof.

TOTAL:

84,093.92



Process #	DUNS #	Plant Code	Doc Type #	Document #	Document Date	Total Amount	Currency Code	Bill Of Lading	Purchase Order #	Status	Due Date/Payment Date	Payment #
'9000032686700	RD 805338399	HA	2	'5206091133001	9/21/2005	\$360,560.00	USD	10 94379/8	D0450367727	Ready To Pay	12/31/2049	
'9000032686709	RD 805338399	H2	2	'5204219569001	9/21/2005	\$4,725.00	USD	1094379	D0450124455	Ready To Pay	12/31/2049	
'9000032686710	RD 805338399	H2	2	'5204219570001	9/21/2005	\$10,800.00	USD	1094379A	D0450125324	Ready To Pay	12/31/2049	
'9000032686708	RD 805338399	H2	2	'5204219567001	9/20/2005	\$10,800.00	USD	1094375A	D0450125323	Ready To Pay	12/31/2049	
'9000032686707	RD 805338399	H2	2	'5204219564001	9/20/2005	\$4,725.00	USD	1094375	D0450124453	Ready To Pay	12/31/2049	

# metaldyne

734/207-6200

REMIT TO: LOCKBOX # 23305 \*\*NEW\*\*

METALDYNE MACHINING & ASSEMBLY  
COMPANY, INC. - GREENVILLE  
23305 NETWORK PLACE  
CHICAGO, IL. 60673-1233INVOICE NUMBER:  
INVOICE DATE:10 94379  
9/21/05

47603 Halyard Drive, Plymouth MI 48170-2429

SOLD TO: 60149 DELPHI ENERGY &amp; CHASSIS SYSTEMS

SHIP TO: DELPHI CHASSIS

37418

MARILYN TRAPPE, MAIL STOP 1-08  
P.O. BOX 1042  
DAYTON, OH. 454011435 CINCINNATI ST. C99B DOCK 4  
DAYTON, OH. 45408

DATE SHIPPED	SHIPPER # SID #	SUPPLIER CODE	TERM	SHIPPED FROM	SHIPPED VIA
9/21/05	1094379	622114718	25th Prox.	GREENVILLE OPERATION GREENVILLE, N.C.	

CUSTOMER ORDER NO.	CUSTOMER PART NUMBER PART DESCRIPTION / COMMENTS	METALDYNE PART NUMBER	MODEL YEAR	BOOK NO.	RELEASE NUMBER	QUANTITY SHIPPED	UNIT PRICE	AMOUNT
1	TOOLING  PURCHASE ORDER #: DCS05247 (TOOLING P.O.) ITEM #: 00001 ITEM IDENTIFICATION #: PR678610 001 PART #: 18077984 / PART DESCRIPTION: 16" BRACKET VENDOR #: 11-926-9827	TOOLING	1 ( )		110035009.1518.T	1	4,725.00000	4,725.00
2	TOOLING  PURCHASE ORDER #: DCS08642 (TOOLING P.O.) ITEM #: 00001 ITEM IDENTIFICATION #: PR679237 001 PART #: 18077984 / PART DESCRIPTION: 16" BRACKET VENDOR #: 11-926-9827	TOOLING	1 ( )		110035009.1518.T	1	10,800.00000	10,800.00
3	TOOLING  PURCHASE ORDER #: DCS99510 (TOOLING P.O.) ITEM #: 00001 ITEM IDENTIFICATION #: PR678024 001 PART #: 18077984 / PART DESCRIPTION: 16" BRACKET VENDOR #: 11-926-9827	TOOLING	1 ( )		110035009.1518.T	1	185,350.00000	185,350.00

\*\*\*\*\*  
\*\* 11/13/06 - PLEASE REMIT \*\*  
\*\*\*\*\*

We hereby certify that these goods were produced in compliance with all applicable requirements of Section 6, 7 &amp; 12 of the Fair Labor Standards Act, as amended, and of regulations and orders of the U.S. Dept. of Labor issued under Section 14 thereof.

TOTAL:

200,875.00

metaldyne

734/207-6200

REMIT TO: LOCKBOX # 23305 \*\*NEW\*\*

METALDYNE MACHINING & ASSEMBLY  
COMPANY, INC. - GREENVILLE  
23305 NETWORK PLACE  
CHICAGO, IL. 60673-1233

INVOICE NUMBER:  
INVOICE DATE:

10 94381  
9/21/05

47603 Halyard Drive, Plymouth MI 48170-2429

SOLD TO: 60149 DELPHI EMERY & CHASSIS SYSTEMS

SHIP TO: DELPHI CHASSIS

37418

MARILYN TRAPPE, MAIL STOP 1-08  
P.O. BOX 1042  
DAYTON, OH. 45401

1435 CINCINNATI ST C99B DOCK 4  
DAYTON, OH. 45408

DATE SHIPPED	SHIPPER # SID#	SUPPLIER CODE	TERM	SHIPPED FROM	SHIPPED VIA
9/21/05	1094381	622114718	25th PROX.	GREENVILLE OPERATION GREENVILLE, N.C.	

CUSTOMER ORDER NO.	CUSTOMER PART NUMBER PART DESCRIPTION / COMMENTS	METALDYNE PART NUMBER	MODEL YEAR	BOOK NO.	RELEASE NUMBER	QUANTITY SHIPPED	UNIT PRICE	AMOUNT
1	TOOLING PURCHASE ORDER #: DCS99512 (TOOLING P.O.) ITEM #: 00001 ITEM IDENTIFICATION #: PR678027 001 PART #: 18077858 / PART DESCRIPTION: 17" BRACKET VENDOR #: 11-926-9827	TOOLING	1 ( )		110035008.1518.T	1	185,350.00000	185,350.00
2	TOOLING PURCHASE ORDER #: DCS05214 (TOOLING P.O.) ITEM #: 00001 ITEM IDENTIFICATION #: PR678809 001 PART #: 18077858 / PART DESCRIPTION: 17" BRACKET VENDOR #: 11-926-9827	TOOLING	1 ( )		110035008.1518.T	1	4,725.00000	4,725.00
3	TOOLING PURCHASE ORDER #: DCS08641 (TOOLING P.O.) ITEM #: 00001 ITEM IDENTIFICATION #: PR679236 001 PART #: 18077858 / PART DESCRIPTION: 17" BRACKET VENDOR #: 11-926-9827	TOOLING	1 ( )		110035008.1518.T	1	10,800.00000	10,800.00

\*\*\*\*\*  
\*\* 11/13/06 - PLEASE REMIT \*\*  
\*\*\*\*\*

We hereby certify that these goods were produced in compliance with all applicable requirements of Section 6, 7 & 12 of the Fair Labor Standards Act, as amended, and of regulations and orders of the U.S. Dept. of Labor issued under Section 14 thereof.

TOTAL:

200,875.00

# metaldyne

734/207-6200

REMIT TO: LOCKBOX # 23305 \*\*NEW\*\*

METALDYNE MACHINING & ASSEMBLY  
COMPANY, INC. - GREENVILLE  
23305 NETWORK PLACE  
CHICAGO, IL. 60673-1233INVOICE NUMBER:  
INVOICE DATE:10 94380  
9/21/05

47603 Halvard Drive, Plymouth MI 48170-2429

SOLD TO: 60149 DELPHI ENERGY &amp; CHASSIS SYSTEMS

SHIP TO: DELPHI CHASSIS

37418

MARIJYN TRAPPE, MAIL STOP 1-08  
P.O. BOX 1042  
DAYTON, OH. 454011435 CINCINNATI ST. C99B DOCK 4  
DAYTON, OH. 45408

DATE SHIPPED

SHIPPER #  
SID #SUPPLIER  
CODE

TERM

SHIPPED FROM

SHIPPED VIA

9/21/05

1094380

622114718 25th PROX.

GREENVILLE OPERATION  
GREENVILLE, N.C.CUSTOMER  
ORDER NO.CUSTOMER PART NUMBER  
PART DESCRIPTION / COMMENTS

METALDYNE PART NUMBER

MODEL  
YEARBOOK  
NO.RELEASE  
NUMBERQUANTITY  
SHIPPED

1

UNIT PRICE

AMOUNT

1

MISC

MISC

3 (

)

100119.4101.

1

200,875.00000CR

200,875.00CR

CREDIT INVOICE FOR 1094375

PURCHASE ORDER: DCS99512

QUAD 17" BRACKET

\*\*\*\*\*  
INVOICE WITH THE WRONG UNIT PRICE

We hereby certify that these goods were produced in compliance with all applicable requirements of Section 6, 7 &amp; 12 of the Fair Labor Standards Act, as amended, and of regulations and orders of the U.S. Dept. of Labor issued under Section 14 thereof.

\*\*\*\*\*  
\*\* 11/13/06 - PLEASE REMIT \*\*  
\*\*\*\*\*

200,875.00CR

metaldyne

734/207-6200

REMIT TO: LOCKBOX # 23305 \*\*NEW\*\*

METALDYNE MACHINING & ASSEMBLY  
COMPANY, INC. - GREENVILLE  
23305 NETWORK PLACE  
CHICAGO, IL. 60673-1233

INVOICE NUMBER: 10 94375  
INVOICE DATE: 9/20/05

47603 Halyard Drive, Plymouth MI 48170-2429

SOLD TO: 60149 DELPHI ENERGY & CHASSIS SYSTEMS

SHIP TO: DELPHI CHASSIS

37418

MARILYN TRAPPE, MAIL STOP 1-08  
P.O. BOX 1042  
DAYTON, OH. 45401

1435 CINCINNATI ST. C99B DOCK 4  
DAYTON, OH. 45408

DATE SHIPPED	SHIPPER # SID #	SUPPLIER CODE	TERM	SHIPPED FROM	SHIPPED VIA
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9/20/05 1094375 62214718 25th PROX.

GREENVILLE OPERATION  
GREENVILLE, N.C.

CUSTOMER ORDER NO.	CUSTOMER PART NUMBER PART DESCRIPTION / COMMENTS	METALDYNE PART NUMBER	MODEL YEAR	BOOK NO.	RELEASE NUMBER	QUANTITY SHIPPED	UNIT PRICE	AMOUNT
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DCS99512 18077858 18077858-MP 1 ( ) 110035008.1518.T 1 200,875.00000 200,875.00

MAIL TWO (2) COPIES TO:

DELPHI ENERGY & CHASSIS SYSTEMS

ATTN: MARILYN TRAPPE, MAIL STOP 1-08

P.O. BOX 1042

DAYTON, OHIO 45401

ANY QUESTIONS REGARDING THIS INVOICE CONTACT:

SANDRA J. CONSTANTINE @ METALDYNE 734-207-6684

TOOLING FOR 17" QUAD BRAKE BRACKET:

DELPHI P.O. DCS99512

P/N 18077858 BRACKET-FRT DISC BRK (CTD) 17"

CMM GAGE FIXTURE/LOCATION GAGES \$185,350.00

CHANGE CAST DIM. TO 63.3MM TWO(2) PLACES 4,725.00

GUIDE PIN HOLE ATTRIBUTE GAGE 10,800.00

TOTAL TOOLING INVOICE AMOUNT: \$200,875.00

\*\*\*\*\*  
\*\* 11/13/06 - PLEASE REMIT \*\*  
\*\*\*\*\*

We hereby certify that these goods were produced in compliance with all applicable requirements of Section 6, 7 & 12 of the Fair Labor Standards Act, as amended, and of regulations and orders of the U.S. Dept. of Labor issued under Section 14 thereof.

200,875.00

# DELPHI

Automotive Systems

DELPHI CHASSIS SYSTEMS

P.O. BOX 1042

DAYTON OH

45401

SEE BELOW

PURCHASE

PAGE

ORDER: DCS99510

VENDOR NUMBER 11-926-9827

METALDYNE CORP

METALDYNE

47659 HALYARD DR

PLYMOUTH MI

48170

NO INVOICES REQUIRED TO ACCTS  
PAYABLE UNLESS OTHERWISE  
STATED ON PO OR RELEASE.

US

This Number Must Appear On All Invoices, Packing Slips,  
Packages and Bills of Lading.  
(2) copies of your packing slip must accompany each shipment.  
Item Identification Number(s) must be shown on Packing Slips.  
Invoices.  
Invoice Attn: Accounts Payable  
Do not Declare Valuation of Express Shipments or Insure Parcel  
Post.

ORDER DATE

10/07/03

ALTERATION ISSUE DATE

8X

ALTERATION EFFECTIVE DATE

PURCHASING AGENT

This order is not binding until accepted. Acceptance should be evidenced by a signed acknowledgment slip which should be returned to Buyer.  
On the reverse side of this order, the terms and conditions of purchase are set forth. By acceptance of this order, Buyer agrees to be bound by the terms and conditions of purchase set forth on the reverse side of this order. If the terms and conditions of purchase set forth on the reverse side of this order are not acceptable to Buyer, Buyer must so advise Buyer in writing and Buyer's order will be void. Buyer's order will be void if Buyer's order is not accepted by Buyer's authorized representative.  
If Government Contract Number is Shown Hereon, additional terms and conditions Attached Herein Apply.

PAYMENT TERMS  
NET 2ND DAY OF 2ND MONTH

F.O.B. SPCOL DESTINATION UNLESS OTHERWISE INDICATED

SHIP VIA  
SEE BELOW

ITEM SEQUENCE	QUANTITY ORDERED	ITEM IDENTIFICATION NO.	QUANTITY	DESCRIPTION	UNIT	DATE REQUIRED	TAX CODE	%	BASE UNIT PRICE	PRICE
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00001

1

PR678024 001

10/06/03

C

0.00%

185350.0000

TOOLING LOCATION:  
METALDYNE CORP  
220 INDUSTRIAL BLVD  
GREENVILLE NC 27834 USA  
PITT COUNTY

THIS ORDER IS LISTED IN THE FOLLOWING CURRENCY  
USD DOLLAR (UNITED STATES)

PLEASE MAIL TWO (2) COPIES OF YOUR INVOICE TO:  
DELPHI ENERGY & CHASSIS SYSTEMS  
ATTN: MARILYN TRAPPE, MAIL STOP 1-08  
P.O. BOX 1042  
DAYTON, OH 45401  
ANY QUESTIONS CONCERNING THIS RELEASE, PLEASE CALL  
PHIL BROOMELL, PH: 937-455-9665, FAX: 937-455-9133.

TOOLING LOCATION:  
METALDYNE CORP  
220 INDUSTRIAL BLVD  
GREENVILLE NC 27834 USA  
PITT COUNTY

18077984 BRACKET - FRT DISC BRK (LTD) 16

CONTRACT REVIEW

Terms / Clauses

Tooling Capacity

Producing Plant

Design Revision

OS-9000 Sect 2

Account Executive

A003427 USER JANE T WILLIAMS

CONTINUE PAGE

2

END 03 11/98

# DELPHI

Automotive Systems

DELPHI CHASSIS SYSTEMS  
P.O. BOX 1042  
DAYTON OH  
45401

SHIP TO: SEE BELOW

US

US

**PURCHASE** PAGE  
**ORDER:** DCS99510

TO:  
VENDOR NUMBER 11-926-9827  
METALDYNE CORP  
METALDYNE  
47659 HALYARD DR  
PLYMOUTH MI  
48170

INVOICE TO: NO INVOICES REQUIRED TO ACCTS  
PAYABLE UNLESS OTHERWISE  
STATED ON PO OR RELEASE.

US

This Number Must Appear On All Invoices, Packing Slips,  
Packages and Bills of Lading.  
(2) copies of your packing slip must accompany each shipment.  
Item Identification Number(s) must be shown on Packing Slips at  
Invoices.  
Invoice Attn: Accounts Payable  
Do not Declare Valuation of Express Shipments or Insure Parcel  
Post.

This order is not binding until accepted. Acceptance should be evidenced by acknowledgment copy which must be  
returned to Buyer.  
On the invoice, the buyer and the seller agree to the terms of sale, including the terms of payment, and the  
agreement between Buyer and Seller and no other person(s) in any way modifying any of the terms and conditions  
will be binding upon the Buyer unless noted in writing and signed by Buyer's authorized representative.  
If Government Contract Number is Shown Hereon, additional Terms and Conditions  
Attached Herein Apply.

ORDER DATE 10/07/03  
ALTERNATION ISSUE DATE 8X  
ALTERATION EFFECTIVE DATE  
PURCHASING AGENT

PAYMENT TERMS NET 2ND DAY OF 2ND MONTH F.O.B. DESTINATION UNLESS OTHERWISE INDICATED SHIP VIA SEE BELOW

ITEM SEQUENCE	QUANTITY ORDERED	ITEM IDENTIFICATION NO.	NOVN NAME	DESCRIPTION	REQ NUMBER	DATE REQUIRED	TAX CODE	%	BASE UNIT PRICE	PRICE MULTIPLE
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THE SUPPLIER IS RESPONSIBLE FOR MAINTAINING TOOLS  
TO PRODUCE 100% PARTS TO SPECIFICATIONS FOR THE  
LIFE OF THE PART. PPAP SUBMISSION AT NO CHARGE.  
YOUR PACKING SLIP SHOULD BE MARKED ACCORDINGLY AND  
ALSO MUST INCLUDE PART AND PURCHASE ORDER NUMBER.

FORCED LABOR---  
SELLER REPRESENTS THAT GOODS PURCHASED UNDER  
THIS ORDER WERE NOT PRODUCED WITH FORCED LABOR  
(AS DEFINED IN 19 U.S.C. 1307) EITHER BY SELLER  
OR SELLER'S SUPPLIERS. SELLER SHALL INDEMNIFY  
BUYER AGAINST ANY LIABILITY BUYER MAY INCUR IF  
THIS REPRESENTATION IS INCORRECT.

SELLER AGREES TO PROVIDE ALL INFORMATION NECESSARY  
FOR BUYER TO COMPLY WITH ALL APPLICABLE LAWS,  
REGULATIONS AND RELATED LEGAL REPORTING OBLIGATIONS  
IN THE COUNTRY(IES) OF DESTINATION. SELLER AGREES  
TO PROVIDE ALL DOCUMENTATION AND/OR ELECTRONIC  
TRANSACTION RECORDS TO ALLOW BUYER TO MEET CUSTOMS  
RELATED OBLIGATIONS, ANY LOCAL CONTENT/ORIGIN  
REQUIREMENTS, AND TO OBTAIN ALL TARIFF AND TRADE  
PROGRAM DUTY AVOIDANCE(S) AND/OR REFUND BENEFITS,  
WHERE APPLICABLE.

SELLER AGREES TO COMPLY WITH THE AUTOMOTIVE INDUSTRY

# DELPHI

Automotive Systems

DELPHI CHASSIS SYSTEMS  
P.O. BOX 1042  
DAYTON OH  
45401

US

SHIP TO:

SEE BELOW

US

**PURCHASE** PAGE  
**ORDER:** DCS99510

TO:  
VENDOR NUMBER 11-926-9827  
METALDYNE CORP  
METALDYNE  
47659 HALYARD DR  
PLYMOUTH MI  
48170

INVOICE TO:

NO INVOICES REQUIRED TO ACCTS  
PAYABLE UNLESS OTHERWISE  
STATED ON PO OR RELEASE.

US

This order is not binding until accepted. Acceptance shall be indicated by return of a signed copy of this order. On the reverse side hereof are the terms and conditions of sale. This order, including the terms and conditions on the back, constitutes the contract and shall be binding on the parties hereto. No oral agreement, in any way modifying, varying or adding to the terms and conditions of sale, shall be binding on the parties hereto. If Government Contract Number is Shown Hereon, additional terms and conditions Attached Hereto Apply.

This Number Must Appear On All Invoices, Packing Slips, Packages and Bills of Lading.  
(2) copies of your packing slip must accompany each shipment. Item Identification Number(s) must be shown on Packing Slips and Invoices.  
Invoice Attn: Accounts Payable  
Do not Declare Valuation of Express Shipments or Insure Parcel Post.

ORDER DATE 10/07/03	PHONE: 937 455-966
ALTERATION ISSUE DATE	P BRODMELL
ALTERATION EFFECTIVE DATE	Buyer
PURCHASING AGENT	

PAYMENT TERMS  
NET 2ND DAY OF 2ND MONTH

FO.B. DESTINATION UNLESS OTHERWISE INDICATED  
SPCOL

SHIP VIA  
SEE BELOW

ITEM SEQUENCE	QUANTITY ORDERED	ITEM IDENTIFICATION NO.	ITEM NAME	DESCRIPTION	RFO NUMBER	DATE REQUIRED	TAX CODE	%	BASE UNIT PRICE	PRICE MULTIPLE
			ACTION GROUP'S (AIG) DOCUMENT AND EDI PROTOCOL AND STANDARDS IN THEIR SUPPLIER INFORMATION KIT FOR U.S., CANADA, AND MEXICO IMPORTS.							
			SELLER AGREES TO ASSUME, AND TO INDEMNIFY BUYER AGAINST, ANY AND ALL FINANCIAL RESPONSIBILITY ARISING FROM SELLER'S FAILURE TO COMPLY WITH THESE REQUIREMENTS AND/OR TO SUPPLY BUYER WITH THE INFORMATION REQUIRED TO MEET LEGAL REPORTING OBLIGATIONS, INCLUDING, WITHOUT LIMITATION, ANY FINES, PENALTIES, FORFEITURES, OR COUNSEL FEES INCURRED OR IMPOSED AS A RESULT OF ACTIONS TAKEN BY THE IMPORTING COUNTRY'S GOVERNMENT.							
			THIS ORDER COVERS NECESSARY TOOLS FOR THE PRODUCTION ITEM LISTED ON THIS PURCHASE ORDER. TOOLS TO BE CONSTRUCTED TO HAVE A NET CAPACITY OF 4,600 PIECES/DAY.							
			DELPHI SUPPLIER TOOLING AGREEMENT APPLIES. PPAP MUST BE SUBMITTED BY 3/25/04. SUBMISSION MUST BE APPROVED BEFORE PAYMENT FOR TOOLING AND BEFORE SHIPMENT OF PRODUCTIVE PARTS.							
			THE PAYMENT DATE SHALL BE THE DATE ESTABLISHED BY BUYER'S MULTILATERAL NETTING SYSTEM (MNS-2), OR WHICH PROVIDES ON AVERAGE, THAT PAYMENT SHALL							

A003427 USER JANE T WILLIAMS

CONTINUE PAGE

4  
SMD03 11/98



**DELPHI**

Automotive Systems

DELPHI CHASSIS SYSTEMS  
P.O. BOX 1042  
DAYTON OH  
45401

US

SHIP TO:

SEE BELOW

US

**PURCHASE**  
**ORDER:** DCS99510

PAGE

TO:  
VENDOR NUMBER 11-926-9827  
METALDYNE CORP  
METALDYNE  
47659 HALYARD DR  
PLYMOUTH MI  
48170

INVOICE TO:

NO INVOICES REQUIRED TO ACCTS  
PAYABLE UNLESS OTHERWISE  
STATED ON PO OR RELEASE.

US

This order is not binding until receipt. Acceptance, should be indicated on acknowledgment copy which should be returned to Buyer. The Buyer and Seller agree that the Seller shall retain title to the goods until payment in full is received by the Seller. The Seller shall not be responsible for any loss or damage to the goods in transit. The Seller shall not be responsible for any loss or damage to the goods in transit. The Seller shall not be responsible for any loss or damage to the goods in transit. If Government Contract Number is shown hereon, additional Terms and Conditions Attached Herein Apply.

PAYMENT TERMS  
NET 2ND DAY OF 2ND MONTH

F.O.B. DESTINATION UNLESS OTHERWISE INDICATED  
SPCOL

SHIP VIA  
SEE BELOW

ITEM SEQUENCE	QUANTITY ORDERED	ITEM IDENTIFICATION NO.	QUANTITY ORDERED	DESCRIPTION	DATE REQUIRED	TAX CODE	%	BASE UNIT PRICE	PRICE MULTIPLE
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BE ISSUED ON THE SECOND DAY OF THE SECOND MONTH  
FOLLOWING RECEIPT OF GOODS.

----- RIGHT TO AUDIT -----  
FOR SERVICES PERFORMED BY SELLER PURSUANT TO THIS  
PURCHASE ORDER, THE SELLER SHALL MAINTAIN AND GRANT  
ACCESS TO BUYER TO ALL PERTINENT LEDGERS, PAYROLL  
DATA, BOOKS, RECORDS, PERSONNEL DOCUMENTS,  
CORRESPONDENCE, WRITTEN INSTRUCTIONS, DRAWINGS,  
RECEIPTS, VOUCHERS AND OTHER DOCUMENTS FOR THE  
PURPOSE OF AUDITING THE CHARGES AND/OR ALL  
ADMINISTRATION. SELLER MUST SEGREGATE ITS RECORDS  
IN SUCH A MANNER AS TO FACILITATE A COMPLETE AUDIT  
AND AGREES THAT SUCH AUDIT MAY BE USED AS THE BASIS  
FOR SETTLEMENT OF CHARGES AGAINST THIS PURCHASE  
ORDER. SELLER FURTHER AGREES, FOR THIS PURPOSE, TO  
PRESERVE ALL SUCH DOCUMENTS FOR A PERIOD OF ONE (1)  
YEAR AFTER FINAL PAYMENT HEREUNDER.

PPAP SAMPLE SUBMISSION INSTRUCTIONS:  
THE ENCLOSED LABEL (FORM GM #1387) MUST BE USED  
REGARDLESS OF THE METHOD OF SHIPMENT. THIS ASSURES  
SPECIAL HANDLING OF THE SAMPLE PARTS WHEN THEY  
ARRIVE AT DELPHI ENERGY & CHASSIS SYSTEMS.  
SAMPLE PARTS AND DOCUMENTATION FOR YOUR PPAP  
SHOULD BE SENT TO:

A003427 USER JANE T WILLIAMS

CONTINUE PAGE

5

SM103 11/98

**DELPHI**

Automotive Systems

DELPHI CHASSIS SYSTEMS  
P.O. BOX 1042  
DAYTON OH  
45401

US

SHIP TO: SEE BELOW

US

**PURCHASE PAGE**  
**ORDER: DCS99510**

VENDOR NUMBER 11-926-9827  
METALDYNE CORP  
47659 HALYARD DR  
PLYMOUTH MI  
48170

INVOICE TO: NO INVOICES REQUIRED TO ACCTS  
PAYABLE UNLESS OTHERWISE  
STATED ON PO OR RELEASE.

US

This order is not binding until accepted. Acceptance is deemed to be made on receipt of goods which shall be returned to Buyer, at Buyer's expense, if the goods are not accepted by Buyer within the time specified in this order. This order, including the terms and conditions on the first and second pages, shall constitute the entire agreement between Buyer and Seller and no other agreement, in writing or otherwise, shall be binding upon the Buyer unless made in writing and signed by Buyer's authorized representative. If Government Contract Number is shown hereon, additional Terms and Conditions Attached Hereto Apply.

PAYMENT TERMS		F.O.B.		SHIP VIA	
NET 2ND DAY OF 2ND MONTH		SPCOL		SEE BELOW	
ITEM SEQUENCE	QUANTITY ORDERED	ITEM IDENTIFICATION NO.	NOUN NAME	DESCRIPTION	R.F.O.

DELPHI ENERGY & CHASSIS SYSTEMS  
NEEDMORE OPERATIONS  
ATTN: ROGER DUNLAP - SAMPLE LAYOUT DEPT.  
DOCK 101 - 3100 NEEDMORE ROAD  
DAYTON, OHIO 45414

*PRP Submission*

BUYER, AT ITS EXPENSE, HAS THE RIGHT TO AUDIT AND REVIEW ALL RELEVANT BOOKS, RECORDS, PAYROLL DATA, RECEIPTS AND OTHER DOCUMENTS, INCLUDING SELLER'S ADMINISTRATIVE AND ACCOUNTING POLICIES, GUIDELINES, PRACTICES AND PROCEDURES, IN ORDER TO SUBSTANTIATE ANY CHARGES AND OTHER MATTERS UNDER THIS CONTRACT. SELLER WILL MAINTAIN AND PRESERVE ALL SUCH DOCUMENTS FOR A PERIOD OF FOUR (4) YEARS FOLLOWING FINAL PAYMENT UNDER THIS CONTRACT. IN ADDITION, BUYER HAS THE RIGHT TO INSPECT ALL INVENTORIES, WORK-IN-PROCESS, MATERIALS, MACHINERY, EQUIPMENT, TOOLING, FIXTURES, GAUGES, AND OTHER ITEMS RELATED TO SELLER'S PERFORMANCE OF THIS CONTRACT. SELLER WILL PROVIDE BUYER WITH REASONABLE ACCESS TO ITS FACILITIES AND OTHERWISE COOPERATE AND FACILITATE ANY SUCH AUDITS OR INSPECTIONS BY BUYER.

\*\*\*\*\*ATTENTION ALL SUPPLIERS\*\*\*\*\*  
YOU CAN NOW VIEW PAYMENT STATUS ONLINE USING E-DACOR.  
LOG ONTO THE DELPHI SUPPLIER PORTAL

A003427 USER JANE T WILLIAMS

CONTINUE PAGE

# DELPHI

Automotive Systems

DELPHI CHASSIS SYSTEMS  
P.O. BOX 1042  
DAYTON OH  
45401

US

SHIP TO:

SEE BELOW

US

**PURCHASE** PAGE  
**ORDER:** DCS99510

TO:  
VENDOR NUMBER 11-926-9827  
METALDYNE CORP  
METALDYNE  
47659 HALYARD DR  
PLYMOUTH MI  
48170

INVOICE TO:

NO INVOICES REQUIRED TO ACCTS  
PAYABLE UNLESS OTHERWISE  
STATED ON PO OR RELEASE.

US

This order is not binding until receipt. Acceptance: Should be issued on acknowledgment copy which should be returned to Buyer.  
On the reverse side Buyer will see the terms and conditions to which Seller agrees by signature at the end of statement which Buyer and Seller and no other agreement in any way modifying any of said terms and conditions will be binding upon the Buyer unless noted by writing and signed by Buyer's authorized representative.  
If Government Contract Number is shown hereon, additional Terms and Conditions Attached Hereto Apply.

PAYMENT TERMS NET 2ND DAY OF 2ND MONTH F.O.B. SPCOL DESTINATION UNLESS OTHERWISE INDICATED SHIP VIA SEE BELOW

ITEM SEQUENCE	QUANTITY ORDERED	ITEM IDENTIFICATION NO.	NOVN NAME	DESCRIPTION	RFC NUMBER	DATE REQUIRED	TAX CODE/ %	BASE UNIT PRICE	PRICE MULTIPLE
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([HTTP://DELPHI.COVISINT.COM](http://DELPHI.COVISINT.COM)) FOR FREE REGISTRATION.  
CLICK ON THE REGISTRATION TAB, GO TO REGISTRATION  
TIMING AND CLICK ON "CLICK ON HERE TO REQUEST AN  
IMMEDIATE CONTACT FOR YOUR BUSINESS," FILL OUT THE  
FORM AND FOLLOW THE INSTRUCTIONS.

TERMS AND CONDITIONS JANUARY 2001, APPLY  
OF WHICH SUPPLIER HAS RECEIVED A COPY.

This Number Must Appear On All Invoices, Packing Slips,  
Packages and Bills of Lading.  
(2) copies of your packing slip must accompany each shipment.  
Item Identification Number(s) must be shown on Packing Slips &  
Invoices.  
Invoice Attn: Accounts Payable  
Do not Declare Valuation of Express Shipments or Insure Parcel  
Post.

ORDER DATE 10/07/03	PHONE: 937 455-961
ALTERATION ISSUE DATE	P BROOMELL
ALTERATION EFFECTIVE DATE	Buyer
	PURCHASING AGENT

# metaldyne

## QUOTATION

47603 Halyard Drive, Plymouth, Michigan 48170-2429 (734) 207-6200

Quote # C03-0057A Revised

Date: 26-Sep-03

To: Dolph Energy & Chassis

Customer Reference: QFR 12828

M/C 1.08

Part Number: 18077984

2000 Forder Blvd

Part Name: Bracket - Front Caliper Brake -16"

Kettering, Ohio 45420

Attn: Mr. Phillip Broomell - Senior Buyer

Blue Print Date: 2-18-03 rev. 01 chg. A

Part #	LCR Volume	Price Each	Tooling Cost
<u>18077984</u>	<u>959,720 pcs.</u>	<u>\$5.85</u>	<u>\$185,350.00</u>
			<u>Based on award</u>
			<u>of both parts</u>

### Remarks:

New, 16" brake bracket for GMX211/222 (Chevrolet) and GMX 232 (Buick).

1.) Productivity: 3%, 3%, 3%, 3% after (12) months from start of production

2.) Plating: DM7010 silver trivalent

3.) Production pattern tooling: \$111,350.00 (was \$112,700.00)

4.) Gages: \$50,000

5.) Plating racks: \$24,000.00 with award of 17" brake bracket

6.) Lead time to PPAP: 24-26 weeks off interim manufacturing process

7.) Proto type tooling: \$14,500.00

8.) Proto type piece price: \$125.00

9.) LCR volume 959,720 pcs. & MCR volume: 1,103,678 pcs.

10.) No dunnage included in quote - Metaldyne requires part specific dunnage

and will need to participate in dunnage design review with Delphi.

11.) Metaldyne request to make dimension for machined flat around brake

guide pin hole 32mm radius +/- 1mm.

12.) Metaldyne will provide further detailed piece price breakdown

upon awarding of business per C. Adams request

13.) Payment terms: MNS-2

14.) Per agreement for award of 16" / 17" quad brackets, Gen3-16" enhanced Mass

P/N 18076163 productivity will be 3%(1-1-04), 3%(1-1-05) and 3% (1-1-06)

Special tools property of customer Yes  
Quote is subject to acceptance by the Buyer  
within 30 days from date of its receipt.

*Final Quote*

Part quoted based on Unit Gross Weight of 4.76 lbs est. lbs/each

Material cost of N/A each.

Weight Adjustment Factor \$0.180 per pound. N/A Machine only.

Price firm through N/A except for material cost changes and/or engineering changes.

Shipment of sample parts 24-26 weeks after receipt of order. (PPAP off interim production process)

Shipment of production parts 50-52 weeks after sample approved.

Packaging spec.: Carton/Flats Non-returnable wood pallets Palletainer Delphi returnable dunnage Other

If favored with an order for these parts, kindly issue purchase order to:

Metaldyne

Mr. Robert J. Wilinku

47603 Halyard Drive

Plymouth, Michigan 48170-2429

Terms: Net 10th Prox

All Shipment F.O.B. Our plant

THE ACCEPTANCE OF ANY ORDER RESULTING FROM THIS  
QUOTATION IS DEPENDENT UPON THE AVAILABILITY OF RAW  
MATERIAL AT THE TIME THE ORDER IS PLACED OR RELEASED.  
PRICE OF RAW MATERIAL AT THE TIME RECEIVED BY US AND  
CAPACITY AT THE ORDER IS PLACED.

Respectfully submitted,  
Metaldyne

By: Robert J. Wilinku - Account Manager

MAKE FROM 18077985

DaimlerChrysler Ford General Motors

## Part Submission Warrant

Part Name <u>Bracket, front disc brake</u>		Part Number <u>18077984</u>	
Safety and/or Government Regulation <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		Engineering Drawing Change Level <u>Rev 001</u>	Dated <u>11 SE 03</u>
Additional Engineering Changes <u>Ref: TIN R2950B</u>		Dated <u>10/8/2003</u>	
Shown on Drawing Number <u>same</u>	Purchase Order No. _____	Weight (kg) <u>1.9799</u>	
Checking Aid Number _____	Engineering Change Level _____	Dated _____	
<b>SUPPLIER MANUFACTURING INFORMATION</b>		<b>SUBMISSION INFORMATION</b>	
Metaldyne Supplier Name _____		<input checked="" type="checkbox"/> Dimensional <input checked="" type="checkbox"/> Materials/Function <input type="checkbox"/> Appearance	
<u>220 Industrial Blvd.</u> Street Address _____		Customer Name/Division <u>Delphi E &amp; C</u>	
<u>Greenville, NC</u> City State Zip		Buyer/Buyer Code <u>Phil Broomell / 937-455-9685</u>	
Application <u>16" QUAD bracket</u>			
Note: Does this part contain any restricted or reportable substances? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
Are plastic parts identified with appropriate ISO marking codes? <u>N/A</u> <input type="checkbox"/> Yes <input type="checkbox"/> No			
<b>REASON FOR SUBMISSION:</b>			
<input checked="" type="checkbox"/> Initial submission		<input type="checkbox"/> Change to Optional Construction or Material	
<input type="checkbox"/> Engineering Change(s)		<input type="checkbox"/> Sub-Supplier or Material Source Change	
<input type="checkbox"/> Tooling: Transfer, Replacement, Refurbishment, or additional		<input type="checkbox"/> Change in Part Processing	
<input type="checkbox"/> Correction of Discrepancy		<input type="checkbox"/> Parts produced at Additional Location	
<input type="checkbox"/> Tooling Inactive > than 1 year		<input type="checkbox"/> Other - please specify _____	
<b>REQUESTED SUBMISSION LEVEL (Check one)</b>			
<input type="checkbox"/> Level 1 - Warrant only (and for designated appearance items, an Appearance Approval Report) submitted to customer.			
<input type="checkbox"/> Level 2 - Warrant with product samples and limited supporting data submitted to customer.			
<input checked="" type="checkbox"/> Level 3 - Warrant with product samples and complete supporting data submitted to customer.			
<input type="checkbox"/> Level 4 - Warrant and other requirements as defined by customer.			
<input type="checkbox"/> Level 5 - Warrant with product samples and complete supporting data reviewed at supplier's manufacturing location.			
<b>SUBMISSION RESULTS</b>			
The results for <input checked="" type="checkbox"/> dimensional measurements <input checked="" type="checkbox"/> material and functional tests <input checked="" type="checkbox"/> appearance criteria <input checked="" type="checkbox"/> statistical process package			
These results meet all drawing and specification requirements: <input checked="" type="checkbox"/> YES <input type="checkbox"/> NO (If "NO" - Explanation Required)			
Mold / Cavity / Production Process _____			
<b>DECLARATION</b>			
I affirm that the samples represented by this warrant are representative of our parts, have been made to the applicable Production Part Approval Process Manual 3rd Edition Requirements. I further warrant these samples were produced at the production rate of _____ I have noted any deviations from this declaration below.			
EXPLANATION/COMMENTS: <u>This is in addition to original submission dated 04/15/04</u>			
Print Name <u>Charlie Greene</u>	Title <u>Quality Engineer</u>	Phone No. <u>252-758-2528</u>	Fax No. <u>252-758-2538</u>
Supplier Authorized Signature <u>Charlie Greene</u>		Date <u>05/24/04</u>	
<b>FOR CUSTOMER USE ONLY (IF APPLICABLE)</b>			
Part Warrant Disposition: <input checked="" type="checkbox"/> Approved <input type="checkbox"/> Rejected <input type="checkbox"/> Other		Part Functional Approval: <input type="checkbox"/> Approved <input type="checkbox"/> Waived	
Customer Name <u>DELPHI E &amp; C</u>		Customer Signature <u>[Signature]</u> Date <u>28 JUN 04</u>	

DaimlerChrysler Ford General Motors

## Part Submission Warrant

Part Name <u>Bracket, front disc brake</u>		Part Number <u>18077984</u>	
Safety and/or Government Regulation	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	Engineering Drawing Change Level <u>1</u>	Dated <u>11 SE 03</u>
Additional Engineering Changes <u>Ref: TIN R4385B, attachment 10</u>			Dated <u>06 OC 04</u>
Shown on Drawing Number <u>18077985</u>	Purchase Order No. _____	Weight (kg) <u>1.9799</u>	
Checking Aid Number _____	Engineering Change Level <u>Rev 03</u>	Dated <u>30 SE 04</u>	
SUPPLIER MANUFACTURING INFORMATION		SUBMISSION INFORMATION	
Metaldyne Supplier Name		<input type="checkbox"/> Dimensional <input checked="" type="checkbox"/> Materials/Function <input checked="" type="checkbox"/> Appearance	
<u>220 Industrial Blvd.</u> Street Address		Customer Name/Division <u>Delphi E &amp; C</u>	
<u>Greenville, NC</u> City State Zip		Buyer/Buyer Code <u>Phil Broomell / 937-455-9665</u>	
		Application <u>16" QUAD Bracket</u>	
Note: Does this part contain any restricted or reportable substances? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
Are plastic parts identified with appropriate ISO marking codes? <u>N/A</u> <input type="checkbox"/> Yes <input type="checkbox"/> No			
REASON FOR SUBMISSION			
<input type="checkbox"/> Initial submission <input type="checkbox"/> Change to Optional Construction or Material			
<input checked="" type="checkbox"/> Engineering Change(s) <input type="checkbox"/> Sub-Supplier or Material Source Change			
<input type="checkbox"/> Tooling; Transfer, Replacement, Refurbishment, or additional <input type="checkbox"/> Change in Part Processing			
<input type="checkbox"/> Correction of Discrepancy <input type="checkbox"/> Parts produced at Additional Location			
<input type="checkbox"/> Tooling inactive > than 1 year <input type="checkbox"/> Other - please specify _____			
REQUESTED SUBMISSION LEVEL (Check one)			
<input type="checkbox"/> Level 1 - Warrant only (and for designated appearance items, an Appearance Approval Report) submitted to customer.			
<input type="checkbox"/> Level 2 - Warrant with product samples and limited supporting data submitted to customer.			
<input type="checkbox"/> Level 3 - Warrant with product samples and complete supporting data submitted to customer.			
<input checked="" type="checkbox"/> Level 4 - Warrant and other requirements as defined by customer.			
<input type="checkbox"/> Level 5 - Warrant with product samples and complete supporting data reviewed at supplier's manufacturing location.			
SUBMISSION RESULTS			
The results for <input checked="" type="checkbox"/> dimensional measurements <input checked="" type="checkbox"/> material and functional tests <input type="checkbox"/> appearance criteria <input checked="" type="checkbox"/> statistical process package			
These results meet all drawing and specification requirements: <input checked="" type="checkbox"/> YES <input checked="" type="checkbox"/> NO (If "NO" - Explanation Required)			
Mold / Cavity / Production Process			
DECLARATION			
I affirm that the samples represented by this warrant are representative of our parts, have been made to the applicable Production Part Approval Process Manual 3rd Edition Requirements. I further warrant these samples were produced at the production rate of <u>N/A</u> . I have noted any deviations from this declaration below.			
EXPLANATION/COMMENTS: <u>PPAP submission req'd via per e-mail from Audrey Gamble dated 10/12/04, attached</u>			
Print Name <u>Charlie Greene</u>		Title <u>Quality Engineer</u>	Phone No. <u>252-758-2526</u> Fax No. <u>252-758-2538</u>
Supplier Authorized Signature <u>Charlie Greene</u>		Date <u>11/11/2004</u>	
FOR CUSTOMER USE ONLY (IF APPLICABLE)			
Part Warrant Disposition: <input checked="" type="checkbox"/> Approved <input type="checkbox"/> Rejected <input type="checkbox"/> Other		Part Functional Approval: <input type="checkbox"/> Approved <input type="checkbox"/> Waived	
Customer Name <u>DELPHI E &amp; C</u>		Customer Signature <u>[Signature]</u>	Date <u>07 DE '04</u>

DaimlerChrysler Ford General Motors

## Part Submission Warrant

Part Name <u>Bracket, Front disc brake</u>		Part Number <u>18077984</u>	
Safety and/or Government Regulation <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		Engineering Drawing Change Level <u>Rev 01</u>	
Additional Engineering Changes <u>P4385B</u>		Dated <u>11 SE 03</u>	
Shown on Drawing Number <u>18077985 HA</u>		Purchase Order No. <u>Weight (kg) 1.9799</u>	
Checking Aid Number <u>Engineering Change Level</u>		Dated <u>30 SE 04</u>	
<b>SUPPLIER MANUFACTURING INFORMATION</b>		<b>SUBMISSION INFORMATION</b>	
Supplier Name <u>Metaldyne</u>		<input checked="" type="checkbox"/> Dimensional <input checked="" type="checkbox"/> Materials/Function <input type="checkbox"/> Appearance	
Street Address <u>220 Industrial Blvd.</u>		Customer Name/Division <u>Delphi E &amp; C</u>	
City <u>Greenville, NC</u>		Buyer/Buyer Code <u>Phil Broomell / 937-455-9665</u>	
State <u>NC</u>		Application <u>16" QUAD bracket</u>	
Zip <u></u>			
Note: Does this part contain any restricted or reportable substances?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Are plastic parts identified with appropriate ISO marking codes?		N/A <input type="checkbox"/> Yes <input type="checkbox"/> No	
<b>REASON FOR SUBMISSION</b>			
<input type="checkbox"/> Initial submission		<input type="checkbox"/> Change to Optional Construction or Material	
<input type="checkbox"/> Engineering Change(s)		<input type="checkbox"/> Sub-Supplier or Material Source Change	
<input type="checkbox"/> Tooling: Transfer, Replacement, Returbishment, or additional		<input type="checkbox"/> Change in Part Processing	
<input type="checkbox"/> Correction of Discrepancy		<input type="checkbox"/> Parts produced at Additional Location	
<input type="checkbox"/> Tooling inactive > than 1 year		<input checked="" type="checkbox"/> Other - please specify	
Parts produced at machine builder in Germany			
<b>REQUESTED SUBMISSION LEVEL (Check one)</b>			
<input type="checkbox"/> Level 1 - Warrant only (and for designated appearance items, an Appearance Approval Report) submitted to customer.			
<input type="checkbox"/> Level 2 - Warrant with product samples and limited supporting data submitted to customer.			
<input type="checkbox"/> Level 3 - Warrant with product samples and complete supporting data submitted to customer.			
<input checked="" type="checkbox"/> Level 4 - Warrant and other requirements as defined by customer.			
<input type="checkbox"/> Level 5 - Warrant with product samples and complete supporting data reviewed at supplier's manufacturing location.			
<b>SUBMISSION RESULTS</b>			
The results for <input checked="" type="checkbox"/> dimensional measurements <input type="checkbox"/> material and functional tests <input type="checkbox"/> appearance criteria <input type="checkbox"/> statistical process package			
These results meet all drawing and specification requirements: <input checked="" type="checkbox"/> YES <input checked="" type="checkbox"/> NO (If "NO" - Explanation Required)			
Mold / Cavity / Production Process			
<b>DECLARATION</b>			
I affirm that the samples represented by this warrant are representative of our parts, have been made to the applicable Production Part Approval Process Manual 3rd Edition Requirements. I further warrant these samples were produced at the production rate of n/a. I have noted any deviations from this declaration below.			
<b>EXPLANATION/COMMENTS:</b>			
Print Name <u>Charlie Greene</u>		Title <u>Quality Engineer</u>	
Supplier Authorized Signature <u>Charlie Greene, QE</u>		Phone No. <u>252-758-2526</u> Fax No. <u>252-758-2538</u>	
		Date <u>12/23/2004</u>	
<b>FOR CUSTOMER USE ONLY (IF APPLICABLE)</b>			
Part Warrant Disposition: <input checked="" type="checkbox"/> Approved <input type="checkbox"/> Rejected <input type="checkbox"/> Other		Part Functional Approval: <input type="checkbox"/> Approved <input type="checkbox"/> Waived	
Customer Name <u>DELPHI E &amp; C</u>		Customer Signature <u>[Signature]</u> Date <u>10 FEB 05</u>	

**DELPHI**

Automotive Systems

DELPHI CHASSIS SYSTEMS  
P.O. BOX 1042  
DAYTON OH  
45401

US

SHIP TO: SEE BELOW

FILE COPY

US

**PURCHASE ORDER:**  
DCS99512

PAGE 1

VENDOR NUMBER 11-926-9827  
METALDYNE CORP  
47659 HALYARD DR  
PLYMOUTH MI  
48170

INVOICE TO: NO INVOICES REQUIRED TO ACCTS  
PAYABLE UNLESS OTHERWISE  
STATED ON PO OR RELEASE.

US

This Number Must Appear On All Invoices, Packing Slips,  
Packages and Bills of Lading.  
(2) copies of your packing slip must accompany each shipment.  
Item Identification Number(s) must be shown on Packing Slips and  
Invoices.  
Invoice Attn: Accounts Payable  
Do not Declare Valuation of Express Shipments or Insure Parcel  
Post.

ORDER DATE 10/07/03  
ALTERNATION ISSUE DATE 8X  
ALTERNATION EFFECTIVE DATE  
PURCHASING AGENT

PAYMENT TERMS NET 2ND DAY OF 2ND MONTH

F.O.B. SPCOL

SHIP VIA SEE BELOW

ITEM SEQUENCE	QUANTITY ORDERED	ITEM IDENTIFICATION NO.	NOUN NAME	DESCRIPTION	RFD NUMBER	DATE REQUIRED	TAX CODE	%	BASE UNIT PRICE	PRICE MULTIPLE	UNIT OF MEASURE
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THIS ORDER IS LISTED IN THE FOLLOWING CURRENCY  
USD DOLLAR (UNITED STATES)

PLEASE MAIL TWO (2) COPIES OF YOUR INVOICE TO:

DELPHI ENERGY & CHASSIS SYSTEMS  
ATTN: MARILYN TRAPPE, MAIL STOP 1-08  
P. O. BOX 1042  
DAYTON, OH 45401  
ANY QUESTIONS CONCERNING THIS RELEASE, PLEASE CALL  
PHIL BROOMELL, PH: 937-455-9665, FAX: 937-455-9133.

TOOLING LOCATION:

METALDYNE CORP  
220 INDUSTRIAL BLVD  
GREENVILLE NC 27834 USA  
PITT COUNTY

00001 1 PR678027 001

10/07/03 C 0.00%

185350.0000

LOT

T18077858 BRACKET-FRT DISC BRK (CTD) 17"  
CMM GAGE FIXTURE  
LOCATION GAGES  
THREAD DETECTION GAGE  
PLAYING RACKS  
FOUNDRY TOOLING (PATTERN/TRIM DIES)  
WHO ORDERED: H.T. CHANG

CONTRACT REVIEW  
Unit Number  
Unit Price  
Tooling Capacity  
Producing Date  
Effective Date  
Other  
Tooling Date  
Producing Date  
Effective Date  
Other

A003427 USER JANE T WILLIAMS

Tooling P.O. For P18077858 (17" BRACKET)  
Date 10/13/03  
CONTINUED PAGE 2



# DELPHI

Automotive Systems

DELPHI CHASSIS SYSTEMS  
P.O. BOX 1042  
DAYTON OH  
45401

US

SHIP TO:

SEE BELOW

US

## PURCHASE

PAGE 2

ORDER: DCS99512

VENDOR NUMBER 11-926-9827

TO:  
METALDYNE CORP  
METALDYNE  
47659 HALYARD DR  
PLYMOUTH MI  
48170

INVOICE TO:

NO INVOICES REQUIRED TO ACCTS  
PAYABLE UNLESS OTHERWISE  
STATED ON PO OR RELEASE.

US

This credit is not binding until receipt. Acceptance should be evidenced on equipment receipt only and should be returned to Buyer.  
The Seller warrants that the goods are new and conform to the description on the invoice and that the goods are free from all liens and encumbrances and that the goods are not subject to any legal process or claim of any third party. The Seller warrants that the goods are not subject to any legal process or claim of any third party. The Seller warrants that the goods are not subject to any legal process or claim of any third party. If Government Contract Number is shown hereon, additional terms and conditions Attached Hereto Apply.

This Number Must Appear On All Invoices, Packing Slips, Packages and Bills of Lading.  
(2) copies of your packing slip must accompany each shipment.  
(Item Identification Number(s) must be shown on Packing Slips and Invoices.  
Invoice Attn: Accounts Payable  
Do not Double Valuation of Express Shipments or Insure Parcel Post.

ORDER DATE 10/07/03 PHONE: 937 455-9665

ALTERATION ISSUE DATE 8X P BROOME LL Buyer

ALTERATION EFFECTIVE DATE PURCHASING AGENT

PAYMENT TERMS NET 2ND DAY OF 2ND MONTH F.O.B. DESTINATION UNLESS OTHERWISE INDICATED SHIP VIA SEE BELOW

ITEM SEQUENCE	QUANTITY ORDERED	ITEM IDENTIFICATION NO.	NOUN NAME	DESCRIPTION	RFC NUMBER	DATE REQUIRED	TAX CODE %	BASE UNIT PRICE	PRICE MULTIPLE	UNIT OF MEASURE
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THE SUPPLIER IS RESPONSIBLE FOR MAINTAINING TOOLS TO PRODUCE 100% PARTS TO SPECIFICATIONS FOR THE LIFE OF THE PART. PPAP SUBMISSION AT NO CHARGE. YOUR PACKING SLIP SHOULD BE MARKED ACCORDINGLY AND ALSO MUST INCLUDE PART AND PURCHASE ORDER NUMBER.

FORCED LABOR---  
SELLER REPRESENTS THAT GOODS PURCHASED UNDER THIS ORDER WERE NOT PRODUCED WITH FORCED LABOR (AS DEFINED IN 19 U.S.C. 1307) EITHER BY SELLER OR SELLER'S SUPPLIERS. SELLER SHALL INDEMNIFY BUYER AGAINST ANY LIABILITY BUYER MAY INCUR IF THIS REPRESENTATION IS INCORRECT.

SELLER AGREES TO PROVIDE ALL INFORMATION NECESSARY FOR BUYER TO COMPLY WITH ALL APPLICABLE LAWS, REGULATIONS AND RELATED LEGAL REPORTING OBLIGATIONS IN THE COUNTRY(IES) OF DESTINATION. SELLER AGREES TO PROVIDE ALL DOCUMENTATION AND/OR ELECTRONIC TRANSACTION RECORDS TO ALLOW BUYER TO MEET CUSTOMS RELATED OBLIGATIONS, ANY LOCAL CONTENT/ORIGIN REQUIREMENTS, AND TO OBTAIN ALL TARIFF AND TRADE PROGRAM DUTY AVOIDANCE(S) AND/OR REFUND BENEFITS, WHERE APPLICABLE.

SELLER AGREES TO COMPLY WITH THE AUTOMOTIVE INDUSTRY

# DELPHI

Automotive Systems

DELPHI CHASSIS SYSTEMS  
P.O. BOX 1042  
DAYTON OH  
45401

US

SHIP TO:

SEE BELOW

US

**PURCHASE**  
**ORDER:** DCS99512

PAGE 3

VENDOR NUMBER 11-926-9827  
METALDYNE CORP  
METALDYNE  
47659 HALYARD DR  
PLYMOUTH MI  
48170

INVOICE TO:

NO INVOICES REQUIRED TO ACCTS  
PAYABLE UNLESS OTHERWISE  
STATED ON PO OR RELEASE.

US

This Number Must Appear On All Invoices, Packing Slips,  
Packages and Bills of Lading.  
(2) copies of your packing slip must accompany each shipment.  
Item Identification Number(s) must be shown on Packing Slips and  
Invoices.  
Invoice Attn: Accounts Payable  
Do not Declare Valuation of Express Shipments or Insure Parcel  
Post.

This order is not binding until receipt. Acceptance should be indicated on acknowledgment card which should be  
returned to Buyer.  
On the receipt card buyer will sign, date and return to seller. If receipt is not returned, it will be considered an  
agreement between Buyer and Seller and no other statement is required. Buyer's signature is required on all orders.  
If Government Contract Number is shown hereon, additional Terms and Conditions  
Attached Herein Apply.

ORDER DATE 10/07/03  
ALTERNATION ISSUE DATE 8X  
ALTERNATION EFFECTIVE DATE  
PURCHASING AGENT

PAYMENT TERMS NET 2ND DAY OF 2ND MONTH F.O.B. SPCOL DESTINATION UNLESS OTHERWISE INDICATED SHIP VIA SEE BELOW

ITEM SEQUENCE	QUANTITY ORDERED	ITEM IDENTIFICATION NO.	NOIN NAME	DESCRIPTION	REQ. NUMBER	DATE REQUIRED	TAX CODE/ %	BASE UNIT PRICE	PRICE MULTIPLE	UNIT OF MEASURE
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ACTION GROUP'S (AIA) DOCUMENT AND EDI PROTOCOL AND  
STANDARDS IN THEIR SUPPLIER INFORMATION KIT FOR U.S.,  
CANADA, AND MEXICO IMPORTS.

SELLER AGREES TO ASSUME, AND TO INDEMNIFY BUYER  
AGAINST, ANY AND ALL FINANCIAL RESPONSIBILITY  
ARISING FROM SELLER'S FAILURE TO COMPLY WITH THESE  
REQUIREMENTS AND/OR TO SUPPLY BUYER WITH THE  
INFORMATION REQUIRED TO MEET LEGAL REPORTING  
OBLIGATIONS, INCLUDING, WITHOUT LIMITATION, ANY  
FINES, PENALTIES, FORFEITURES, OR COUNSEL FEES  
INCURRED OR IMPOSED AS A RESULT OF ACTIONS TAKEN BY  
THE IMPORTING COUNTRY'S GOVERNMENT.

THIS ORDER COVERS NECESSARY TOOLS FOR THE  
PRODUCTION ITEM LISTED ON THIS PURCHASE ORDER.  
TOOLS TO BE CONSTRUCTED TO HAVE A NET CAPACITY  
OF 870 PIECES/DAY.

DELPHI SUPPLIER TOOLING AGREEMENT APPLIES. PPAP MUST  
BE SUBMITTED BY 3/25/04 SUBMISSION MUST BE  
APPROVED BEFORE PAYMENT FOR TOOLING AND BEFORE  
SHIPMENT OF PRODUCTIVE PARTS.

THE PAYMENT DATE SHALL BE THE DATE ESTABLISHED  
BY BUYER'S MULTILATERAL NETTING SYSTEM (MNS-2) OR  
WHICH PROVIDES ON AVERAGE, THAT PAYMENT SHALL

\*



**metaldyne**

QUOTATION

47603 Halyard Drive, Plymouth, Michigan 48170-2429 (734) 207-6200

Quota # C03-0058A Revised

Date: 26-Sep-03

To: Delphi Energy & Chassis

Customer Reference: QFR 12829

M/C 1.08

Part Number: 18077858

2000 Forrer Blvd

Part Name: Bracket - Front Caliper Brake - 17"

Kettering, Ohio 45420

Attn: Mr. Phillip Broomell - Senior Buyer

Blue Print Date: 2-26-02 rev. 01 chg. A

Part #	LCR Volume	Price Each	Tooling Cost
18077858	181,400 pcs.	\$5.80	\$185,350.00
			Based on award
			of both parts

Remarks:

- New Delphi 17" design brake bracket for GMX272 (Dewille) application.  
1.) Productivity: 3%, 3%, 3%, 3% after (12) months from start of production  
2.) Plating: DM7010 Silver trivalent  
3.) Gages: \$50,000  
4.) Pattern tooling: \$111,350.00 (was \$112,700.00)  
5.) Plating racks: \$24,000 with award of 16" brake bracket  
6.) Lead time to PPAP: 24-26 weeks off interim manufacturing process  
7.) Proto type tooling: \$ 14,500.00  
8.) Proto type Price: \$125.00  
9.) LCR volume: 181,400 pcs & MCR volume: 208,610 pcs.  
10.) No dunnage included in quote. Metaldyne requires part specific dunnage and will need to participate in dunnage design review with Delphi.  
11.) Metaldyne request for dimension of machined flat around brake caliper guide pin to be 32mm radius +/- 1mm.  
12.) Metaldyne will provide further detailed piece price breakdown upon awarding of business per C. Adams request.  
13.) Payment terms: MNS-2  
14.) Per agreement for award of 16" / 17" quad brackets, Gen3-16' enhanced mass, P/N 18076163 productivity will be 3%(1-1-04), 3%(1-1-05), 3%(1-1-06)

Special tools property of customer Yes  
Quote is subject to acceptance by the Buyer  
within 30 days from date of its receipt.

Part quoted based on Unit Gross Weight of 5.23 lbs est. lbs./each

Material cost of N/A each.

Weight Adjustment Factor \$0.180 per pound. N/A Machine only.

Price firm through N/A except for material cost changes and/or engineering changes.

Shipment of sample parts 24-26 weeks after receipt of order. (PPAP off interim production process)

Shipment of production parts 50-52 weeks after sample approved.

Packaging spec.: Carton/VFlats Non-returnable wood pallets Palletainer Delphi returnable dunnage Other

If favored with an order for these parts, kindly issue purchase order to:

Metaldyne

Mr. Robert J. Wilinko

47603 Halyard Drive

Plymouth, Michigan 48170-2429

Terms: Net 10th Prox

All Shipment F.O.B. Our plant

Respectfully submitted,  
Metaldyne

By: Robert J. Wilinko - Account Manager

THE ACCEPTANCE OF ANY ORDER RESULTING FROM THIS  
QUOTATION IS DEPENDENT UPON THE AVAILABILITY OF  
RAW MATERIAL AT THE TIME THE ORDER IS PLACED OR  
RELEASED. PRICE OF RAW MATERIAL AT THE TIME  
RECEIVED BY US AND CAPACITY AT THE ORDER IS  
PLACED.